

CHARLES KENJI WHITEHEAD
Cornell Law School
222 Myron Taylor Hall, Ithaca, New York 14853
Tel: (607) 255-9498 E-mail: ckw26@cornell.edu

EDUCATION

Columbia Law School, Juris Doctor (May 1986)

Honors – James Kent Scholar; Harlan Fiske Stone Scholar

Journals – Editorial Board, *Journal of Law and Social Problems*; Editor and Translator, *Journal of Law in Japan*

Cornell University, Bachelor of Arts, *magna cum laude* (May 1983)

Honors – Sherman-Bennett Award for Best Undergraduate Government Thesis

CLERKSHIP

Honorable Ellsworth A. Van Graafeiland

U.S. Court of Appeals, Second Circuit

1986 - 1987

COURSES

Business Organizations; Securities Regulation; Deals: The Economic Structure of Transactions and Contracting; Introduction to Transactional Lawyering (and the Transactional Lawyering Competition); Mergers and Acquisitions; Developments in Financial Regulation (seminar); Capital Structure and Corporate Governance (seminar)

EMPLOYMENT

Myron Taylor Alumni Professor of Business Law

November 2014 - present

Professor of Law

2011 - 2014

Associate Professor of Law

2009 - 2011

Marc and Beth Goldberg Distinguished Visiting Professor

August - December 2008

Cornell Law School

Associate Professor of Law

Boston University School of Law

2006 - 2009

Research Fellow and Director, Transactional Studies Program

Associate Director, Center on Corporate Governance

Columbia Law School, New York

2004 - 2006

Citigroup Country Officer, Tokyo

Member of Citigroup International and Corporate & Investment

Banking Management Committees

Board of Directors, Nikko Salomon Smith Barney Limited

Managing Director and Senior Counsel, Nikko Salomon Smith Barney Limited

Managing Director and Senior Counsel, Salomon Smith Barney Inc., Tokyo

1997 - 2004

Managing Director and General Counsel

Nomura Securities International, Inc., New York

1993 - 1997

Associate

Sullivan & Cromwell, New York, London, and Tokyo

1987 - 1993

January 2015

PUBLICATIONS, PRESENTATIONS AND GRANTS

Selected Papers

- Paying for Risk: Bankers, Compensation, and Competition* (with Simone M. Sepe; Cornell Law Review, forthcoming)
- Lawyers and Fools: Lawyer-Directors in Public Corporations* (with Lubomir P. Litov and Simone M. Sepe; Georgetown Law Journal, 2014)
- The Goldilocks Approach: Financial Risk and Staged Regulation* (Cornell Law Review, 2012)
- Sandbagging: Default Rules and Acquisition Agreements* (Delaware Journal of Corporate Law, 2012)
- The Volcker Rule and Evolving Financial Markets* (Harvard Business Law Review, 2011)
- Why Not a CEO Term Limit?* (Boston University Law Review, 2011)
- Destructive Coordination* (Cornell Law Review, 2011), peer-selected as a Top 10 Corporate and Securities Article of 2011, Corporate Practice Commentator
- Reframing Financial Regulation* (Boston University Law Review, 2010, *reprinted in* Journal of Financial Transformation, 2010)
- The Evolution of Debt: Covenants, the Credit Market, and Corporate Governance* (Journal of Corporation Law, 2009, *reprinted in* Corporate Practice Commentator, 2009)
- Deconstructing Equity: Public Ownership, Agency Costs, and Complete Financial Markets* (with Ronald Gilson; Columbia Law Review, 2008)
- What's Your Sign? – International Norms, Signals, and Compliance* (Michigan Journal of International Law, 2006)

Selected Book Chapters

- Debt and Corporate Governance* (Oxford Handbook of Corporate Law and Governance, Jeffrey Gordon & Georg Ringe, eds., forthcoming)
- Creditors and Debt Governance* (Research Handbook on the Economics of Corporate Law, Claire Hill & Brett McDonnell, eds., Elgar Press, 2012)
- The Federalization of Fraud: Mail and Wire Fraud Statutes*, in *White Collar Crime: Business and Regulatory Offenses* (Otto G. Obermaier and Robert G. Morvillo eds., 1990) (with John C. Coffee, Jr.)

Selected Presentations, Lectures and Panels

- Presentation, Vanderbilt Law School, October 2014
- Lectures, Yaroslav Mudriy National Law University, Kharkov, Ukraine, October, November, and December 2014
- Lectures, V.N. Karazin Kharkov National University, Faculty of Law, Kharkov, Ukraine, October, November, and December 2014
- Presentation, University of Pittsburgh School of Law, September 2014
- Panel, Federal Reserve Bank of Richmond, Credit Markets Symposium, May 2014
- Presentation, Tsinghua People's Bank of China School of Finance, Global Finance Forum, Beijing, May 2014
- Presentation, Goethe University, Program in Law and Economics of Money and Finance Lecture Series, Frankfurt, January 2014
- Lecture, China University of Political Science and Law, Beijing, June 2013
- Lecture, Shanghai University of Finance and Economics, Shanghai April 2013
- Presentation, China Securities Research Institute, Beijing, April 2013
- Lecture, Tsinghua University School of Law, Beijing, April 2013
- Lecture, Zhongnan University of Economics and Law, Wuhan, April 2013
- Panel, Federal Reserve Bank of New York, Impact of U.S. Regulatory Reform on Global Banks, February 2013
- Presentation, Fordham University School of Law and Max-Planck-Institute Luxembourg for International, European and Regulatory Procedural Law, February 2013
- Lecture, Southern African Institute for Policy and Research (SAIPAR) and Zambian Bar Association, Lusaka, January 2013

Presentation, Vanderbilt Law School, Indian School of Business, and NALSAR University of Law, Hyderabad, May 2012

Presentation, Brooklyn Law School, March 2012

Faculty Presentation, Frederic G. Levin College of Law, University of Florida, February 2012

Faculty Presentation, Tulane University Law School, February 2012

Lecture, ABA Business Law Section, Mergers & Acquisitions Committee, August 2011

Presentation, Harvard Law School, April 2011

Lecture, Capital Markets Board of Turkey and Boğaziçi University – Centre for Economics and Econometrics, Financial Seminar Series, Istanbul, March 2011

Lecture, Mundheim Speaker Series, and Faculty Presentation, James E. Rogers College of Law, University of Arizona, March 2011

Presentation, Boston University School of Law, October 2010

Presentation, Canadian Law and Economics Association, Toronto, September 2010

Presentation, FinLawMetrics 2010, Milan, sponsored by Bocconi University, Tilburg University, and New York University School of Law, June 2010

Presentation, University of Connecticut School of Law, April 2010

Presentation, Conference on Securities Regulation, Association of American Law Schools, January 2010

Faculty Presentation, Washington & Lee School of Law, November 2009

Presentation, Goethe-Universität, Institute for Monetary and Financial Stability, Frankfurt, October 2009

Presentation, Capital Markets Board of Turkey, Ankara, January 2009

Presentation, Conference on Business Associations, Association of American Law Schools, January 2009

Presentation, Canadian Law and Economics Association, Toronto, September 2008

Lecture, Fordham Law School Corporate Workshop, March 2008

Presentation, Columbia Law School, December 2007

Presentation, Vanderbilt Law and Business Workshop, November 2007

Presentation, Columbia Law School, April 2007

Selected Visits (Visiting Professor and Visiting Scholar)

Institute for Advanced Study in Toulouse, Toulouse School of Economics, May-June 2014

Peking University Law School, February-June 2013 (first foreign expert visiting law professor)

University of Paris 1 Panthéon-Sorbonne, School of Law, January 2012

Goethe University, Ph.D. Program, Law and Economics of Money and Finance, January 2014, August 2012, January 2011, January 2010

Chuo Law School, August 2007

Grants

Kauffman Foundation, Co-Principal Investigator, \$443,000 for the study of Law, Innovation, and Growth (2008-2010)

PROFESSIONAL ACTIVITIES AND COMMUNITY SERVICE

Selected Academic Professional

Research Fellow, Center for Financial Studies, Goethe University, 2014-2017

Faculty Fellow, Cornell University Institute for Social Sciences, Creativity, Innovation & Entrepreneurship, 2013-2016

Visiting Scholar in Residence, Columbia Law School, 2009-present

Adjunct Professor, Johnson Graduate School of Management, Cornell University, 2009-present

Advisor, Cornell International Law Journal, 2013-2014

Member, Advisory Board, Harvard Business Law Review, 2012-present

Member, Advisory Board, Columbia Law School Blue Sky Blog, 2012-present

Faculty Advisor, Cornell Transactional Lawyering Team, 2009-present

Recipient of the Anne Lukingbeal Award, for outstanding commitment to the women of Cornell, 2014

Panelist, Fellowships for Advanced Research in the Social Sciences on Japan, National Endowment for the Humanities, 2006

Member, Cornell Law School Admissions, Academic Programs and Planning, Faculty Appointments, Practitioner-in Residence, and Placement Committees

Member, American Law Institute

Selected Non-Academic Professional

Co-Chairman, ABA International Financial Products and Services Committee, 2012-present

Financial Expert, PRIME Finance (<http://www.primefinancedisputes.org/>), The Hague, 2010-present

Board of Directors, Millennium Capital Management Asia Limited, 2009-present

Member, CDS Risk Committee, Chicago Mercantile Exchange, 2012-2014

Member, International Swaps and Derivatives Association (ISDA) Credit Derivatives Determinations Committee, Americas External Review Panel, 2009-2012

Vice Chairman, ABA International Securities and Capital Markets Committee, 2009-2011

Board of Governors, *Nippon Keidanren* (Japan Business Federation), 2002-2004

Board of Governors, The American Chamber of Commerce in Japan, 2003-2004

Special Assistant District Attorney, New York County, 1989-1990

Selected Community

Director, Loaves and Fishes of Tompkins County, 2011-present; Treasurer, 2011-2014

Board of Directors, U.S.-Japan Bridging Foundation, 2004-2012

Cub Scout Den Leader, 2004-2006

Board of Governors, Temple University Japan, 2003-2004