

Richard W. Painter
S. Walter Richey Professor of Corporate Law, University of Minnesota Law School
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Education:

Yale Law School, J.D. 1987; *YALE JOURNAL ON REGULATION* 1984-86 (editor 1985-86); Phi Delta Phi (Chapter President 1986-87) (sponsored lectures on professional ethics)

Harvard College, B.A. *summa cum laude* in History 1984; Phi Beta Kappa 1983; honors thesis in history; John Harvard Scholarship (awarded for class rank) 1982, 1983 and 1984; Detur Prize (awarded to highest 2% of freshman class) 1981; Phillips Brooks House Committee for the Homeless 1982-84 (Chairperson 1983-84) (founded and operated a shelter for the homeless in Harvard Square)

Employment:

University of Minnesota Law School, Minneapolis, Minnesota

S. Walter Richey Professor of Corporate Law (with tenure) since 2005 (on leave 2005-2007). Courses in Business Organizations, Securities Regulation, Securities Litigation, Professional Responsibility, Professional Responsibility of Business Lawyers, and Government Ethics. Course at Carlson School of Business in Business Ethics (fall 2008); Provost's Conflicts of Interest Review Committee (2007-14).

The White House, Washington, D.C.

Associate Counsel to the President (commissioned officer in the White House Counsel's Office) February 2005 to July 2007

Chief ethics lawyer for the President, White House staff and the President's nominees to Executive Branch agencies; head of four to six lawyer White House ethics office; responsible for ethics screening of Supreme Court nominees and preparation for confirmation; liaison between the White House and the Office of Government Ethics and designated ethics officers at Executive Branch agencies; periodic ethics briefings for White House staff and ethics consultations with White House staff; top secret security clearance

University of Illinois College of Law, Champaign, Illinois

Guy Raymond and Mildred Van Voorhis Jones Professor of Law 2003-2005; Professor 1999-2005 and Associate Professor (with tenure) 1998-99; Visiting Assistant Professor, Fall 1996. Courses in Professional Responsibility, Business Ethics, Business Organizations, Securities Regulation, Securities Litigation, Corporate Finance, Contract Negotiation and Comparative U.S. and E.U. Corporate Law.

University of Oregon School of Law, Eugene, Oregon

Associate Professor (with tenure) 1997-98; Assistant Professor 1993-96; Co-Director, Law and Entrepreneurship Center 1994-97. Courses in Professional Responsibility, Partnerships and Corporations, Securities Regulation, Business Planning, Corporate Finance and Mergers and Acquisitions.

Finn Dixon & Herling, Stamford, Connecticut

Associate in commercial and appellate litigation, 1991-1993

On the briefs for petitioner in petition for *certiorari* and briefs on the merits in *Fort Gratiot Sanitary Landfill v. Michigan Department of Natural Resources*, 112 S. Ct. 2019 (cert. granted Jan. 1992; decided June 1992) (Michigan solid waste import restrictions unconstitutional under the Commerce Clause)

Sullivan & Cromwell, New York, New York

Associate in corporate law and commercial litigation, 1988-1991

Judge John T. Noonan, Jr.,

United States Court of Appeals for the Ninth Circuit, San Francisco, CA

law clerk, 1987-1988 (subsequent coauthor of two editions of a legal ethics casebook with Judge Noonan)

Fellowships and Visiting Professor Appointments:

Harvard University

Fellow, Safra Center for Ethics 2014-2015 (residential fellowship with \$100K salary supplement plus research expenses for a book tentatively titled Taxation Only with Representation: The Conservative Conscience and Campaign Finance Reform); Fellow, Center for European Studies (2004) (research and presentation on European corporate takeover law; no stipend)

Humboldt University, Berlin, Germany

Visiting Scholar 2000-2001 (research for coauthored publications with Prof. Dr. Christian Kirchner on European corporate law; no stipend)

University of Michigan Law School, Ann Arbor, Michigan

Visiting Professor, Fall 2002

Courses in Securities Regulation and Mergers and Acquisitions

University of Wisconsin Law School, Madison, Wisconsin

Warren P. Knowles Visiting Professor of Law and Government Ethics, Spring 2001

Course in Business Organizations and seminar in Ethics of Business Lawyers.

University of Bielefeld, Bielefeld, Germany

Guest Professor, Summer 1999, 2000 and 2001

Course on U.S. corporate and securities law; four-day seminars in Luxembourg on Internet law (1999), European corporate takeover law (2000), and European antitrust law (2001).

Cornell Law School, Ithaca, New York

Visiting Associate Professor, Fall 1997 and Spring 1998

Courses in Professional Responsibility and Securities Regulation, Ethical Issues in Business Transactions and directed reading in Asset Securitization

Boston University School of Law, Boston, Massachusetts

Visiting Assistant Professor, Spring 1997

Courses in Securities Regulation and Ethical Issues in Business Transactions.

Professional Memberships:

American Law Institute. Member; Associate Reporter for Principles of Government Ethics (2014-present); various Members' Consultative Groups.

American Bar Association. Member and speaker for numerous section programs including 2012 Professional Responsibility Conference plenary panel on Watergate.

Association of the Bar of the City of New York (1999-93. Committee on Professional Responsibility (member and co-author of two published reports); speaker for 2003 ABCNY panel on Sarbanes-Oxley Act.

Association of American Law Schools. Section on Professional Responsibility, Section on Securities Regulation (Chair 2012-13), Section on Business Organizations, House of Representatives (2002-03).

Biographical Listings:

MARQUIS WHO'S WHO IN THE WORLD (2004); MARQUIS WHO'S WHO IN AMERICA (since 2005)

Invited Congressional Testimony:

Oral Testimony and *Written Statement of Richard W. Painter before the United States House of Representatives Committee on Oversight and Government Reform, Subcommittee on Economic Growth, Job Creation and Regulatory Affairs*, February 26, 2014 (hearing entitled "Is the Obama Administration Conducting a Serious Investigation of IRS Targeting?")

Oral Testimony and *Written Statement of Richard W. Painter Before the U.S. House of Representatives Committee on Financial Services*, May 17, 2012 (hearing entitled "Examining the Settlement Practices of U.S. Financial Regulators")

Oral Testimony and *Written Statement of Richard W. Painter Before the U.S. House of Representatives Committee on Government Oversight and Reform*, June 21, 2011 (hearing entitled "The Hatch Act: the Challenges of Separating Politics from Policy").

Oral Testimony and *Written Statement of Richard W. Painter Before the U.S. House of Representatives Committee on Finance, Subcommittee on Capital Markets, Insurance and Government Sponsored Enterprises*, February 4, 2004 (hearing entitled "The Role of Attorneys in Corporate Governance") (testimony on rules governing professional conduct of corporate attorneys issued by the SEC pursuant to Section 307 of the Sarbanes-Oxley Act of 2002)

Oral Testimony and *Written Statement of Richard W. Painter Before the U.S. Senate Committee on Banking, Housing and Urban Affairs Subcommittee on Securities*, reprinted in *Hearing on S. 1260 (February 23, 1998) (hearing preceding the Securities Litigation Uniform Standards Act of 1998)*

Oral Testimony and *Written Statement of Richard W. Painter Before the U.S. House of Representatives Committee on Commerce Subcommittee on Finance and Hazardous Materials*, reprinted in *Hearings on H.R. 1689, The Securities Litigation Uniform Standards Act of 1998 (No. 105-85) at 73-84 (May 19, 1998) (hearing preceding the Securities Litigation Uniform Standards Act of 1998)*.

Congressional Legislation:

Section 307 of the Sarbanes-Oxley Act of 2002 (mandating SEC rules requiring lawyers to report securities law violations up-the-ladder to client boards of directors) is based on a proposal made in an April 2002 letter to SEC Chairman Harvey Pitt and earlier in *Lawyer Disclosure of Corporate Fraud: Establishing a Firm Foundation*, 1996 SMU LAW REV. 101 (Section 307 was sponsored by Senators John Edwards (D. N.C.), Mike Enzi (R. WY) and John Corzine (D. N.J.) and had strong bipartisan support).

Academic Publications:

Books:

TAXATION ONLY WITH REPRESENTATION: THE CONSERVATIVE CONSCIENCE AND CAMPAIGN FINANCE REFORM (Take Back our Republic 2016)

BETTER BANKERS, BETTER BANKS: PROMOTING GOOD BUSINESS THROUGH CONTRACTUAL COMMITMENT (with Claire A. Hill) (University of Chicago Press, June 2015)

GETTING THE GOVERNMENT AMERICA DESERVES: HOW ETHICS REFORM CAN MAKE A DIFFERENCE (January 2009, Oxford University Press)

SECURITIES LITIGATION AND ENFORCEMENT: CASES AND MATERIALS (with Donna Nagy and Margaret Sachs) (West Publishing 2003); SECOND EDITION (2007); THIRD EDITION (2011); and TEACHER'S MANUAL

PROFESSIONAL AND PERSONAL RESPONSIBILITIES OF THE LAWYER (with Judge John T. Noonan, Jr.) (Foundation Press 1997); SECOND EDITION (2001); THIRD EDITION (2011); and TEACHER'S MANUAL

Articles, Essays and Book Reviews:

The Emoluments Clause: Its text, meaning and application to Donald J. Trump, with Norman Eisen and Laurence H. Tribe, BROOKINGS INSTITUTION GOVERNANCE STUDIES PAPER SERIES (December 2016)

Plugging Leaks and Lowering Levees in the Federal Government: Practical Solutions for Securities Trading Based on Political Intelligence (with Donna Nagy), ILLINOIS LAW REVIEW (2014)

People Who Are Not Legal and Who Are Not Alive in the Eyes of the Law, VILLANOVA LAW REVIEW, Symposium in Honor of Judge John T. Noonan, Jr. (2014)

Christian Kirchner's New Institutional Economics and Jurisdictional Competition in Regulation of Public Companies and Financial Services Firms, in Festschrift zu Ehren von Christian Kirchner: Recht im ökonomischen Kontext (Mohr Siebeck, Tuebingen, Germany 2014)

Sworn to Fun, Loyal to None: Time Inconsistent Preferences in Investment Banking, 1 VIRGINIA JOURNAL OF CRIMINAL LAW 70 (2013) (comment on Manuel A. Utset, *Corporate Actors, Corporate Crimes and Time-Inconsistent Preferences*, 1 VIRGINIA JOURNAL OF CRIMINAL LAW 1 (2013))

Selective Disclosure by Federal Officials and the Case for an FGD (Fair –er Government Disclosure) Regime, 2012 WISCONSIN LAW REVIEW 1285-1365 (2012) (with Donna Nagy)

Forum Competition and Choice of Law Competition in Securities Law After Morrison v. National Australia Bank, 97 MINNESOTA LAW REVIEW 132-205 (2012) (with Wulf Kaal)

"Extraordinary Circumstances": The Legacy of the Gang of 14 and a Proposal for Judicial Nominations Reform, 46 UNIVERSITY OF RICHMOND LAW REVIEW 969-983 (2012) (with Michael Gerhardt)

Of the Conditional Fee as a Response to Lawyers, Bankers and Loopholes, 1 AMERICAN UNIVERSITY BUSINESS LAW REVIEW 42-57 (2011) (with Claire Hill)

Transaction Cost Engineers, Loophole Engineers or Gatekeepers: The Role of Business Lawyers after the Financial Meltdown, a chapter in RESEARCH HANDBOOK ON THE ECONOMICS OF CORPORATE LAW 255-272 (Claire Hill and Brett McDonnell editors) (Edward Elgar Pub. 2012).

The Dodd-Frank Extraterritorial Jurisdiction Provision: Was it Effective, Needed or Sufficient?, 1 HARVARD BUSINESS LAW REVIEW 195-229 (2011) (inaugural symposium volume)

The Aftermath of Morrison v. National Australia Bank and Elliott Associates v. Porsche, 1-2011 EUROPEAN COMPANY AND FINANCIAL LAW REVIEW 77-99 (2011) (with Wulf Kaal)

When Courts and Congress Don't Say What They Mean: Initial Reactions to Morrison v. National Australia Bank and to the Extraterritorial Jurisdiction Provisions of the Dodd-Frank Act, 20 MINNESOTA JOURNAL OF INTERNATIONAL LAW 1-25 (2010) (with Douglas Dunham, and Ellen Quackenbos)

Compromised Fiduciaries: Conflicts of Interest in Government and Business, 95 MINNESOTA LAW REVIEW 1637-1691 (2011) (with Claire Hill)

The Moral Responsibility of Investment Bankers, 8 ST. THOMAS UNIVERSITY LAW REVIEW 5-28 (2011) (Fall 2010 endowed law review lecture)

Pro Se Litigation After the Financial Crisis, 45 FAMILY LAW QUARTERLY 64-94(2011) (Bob Levy editor)

Initial Reflections on an Evolving Standard: Constraints on Risk Taking by Directors and Officers in Germany and the United States. 40 SETON HALL LAW REVIEW 1433-1485 (2009 symposium on securities law) (with Wulf Kaal)

Berle's Vision Beyond Shareholder Interests: Why Investment Bankers Should Have (Some) Personal Liability (with Claire Hill), 33 SEATTLE LAW REVIEW 1 (June 2010) (symposium on Adolf Berle)

President Obama's Progress in Government Ethics, CONSTITUTIONAL COMMENTARY (May 2010) (symposium on conservative and libertarian perspectives on the Obama Administration)

Extraterritorial Application of US Securities Laws (with Prof. Dr. Wulf Kaal), 7 EUROPEAN COMPANY LAW 90, (published by Wolters Kluwer and the Centre for European Company Law at the University of Leiden, The Netherlands) (June 2010).

Bailouts: An Essay on Conflicts of Interest and Other Ethics Problems When Government Pays the Tab, 41 MCGEORGE LAW REVIEW (2009 symposium on government ethics).

Ethics and Corruption in Business and Government: Lessons from the South Sea Bubble and the Bank of the United States (published by the University of Chicago Law School) (2006 Maurice and Muriel Fulton Lecture in Legal History) (posted on SSRN Minnesota Legal Studies Research Paper 06-32).

Regulatory Competition in EU Corporate Law after Inspire Art: Unbundling Delaware's Product for Europe (with Prof. Dr. Christian Kirchner, Humboldt University, Berlin, and Dr. Wulf Kaal), 2 EUROPEAN COMPANY AND FINANCIAL LAW REVIEW 159 (2005)

Free the Lawyers: A Modest Proposal to Allow Restrictions on Future Law Practice in Settlement Agreements, 18 GEORGETOWN JOURNAL OF LEGAL ETHICS 1 (with Stephen Gillers) (2005)

The Impact of Recent Developments in Securities Law and Ethics Rules on Tax Lawyers and Tax Directors, March, 2005 in TAXES (CCH) (University of Chicago Tax Conference papers)

Ethics in the Age of Un-incorporation: A Return to Ambiguity of Pre-incorporation or an Opportunity to Contract for Clarity, 2005 ILLINOIS LAW REVIEW 49 (2005) (Symposium on *Un-incorporation*)

Convergence and Competition in Rules Governing Lawyers and Auditors, 29 JOURNAL OF CORPORATION LAW 1 (2004) (Symposium on *Evaluation and Response to Risk in Law and Accounting in the U.S. and E.U.*)

The Dubious History and Psychology of Clubs as Self Regulatory Organizations in AMERICAN ACADEMY

OF ARTS AND SCIENCES OCCASIONAL PAPER SERIES, Corporate Governance Symposium; republished in JAY LORSCH, LESLIE BERKOWITZ AND ANDY ZELLEKE, RESTORING TRUST IN AMERICA'S BUSINESS (MIT Press 2004)

Commentary on Brudney and Ferrell, 69 UNIVERSITY OF CHICAGO LAW REVIEW 1219-1229 (2002) (commenting on article by Victor Brudney and Allen Ferrell on corporate charity)

Contracting Around Conflicts in a Family Business: Louis Brandeis and the Warren Trust, 9 UNIVERSITY OF CHICAGO LAW SCHOOL ROUNDTABLE 1-26 (2001)

Standing Up to Wall Street, 101 MICHIGAN LAW REVIEW 1512 (book review) (2003) (reviewing ARTHUR LEVITT, TAKE ON THE STREET (2002))

The New German Corporate Takeover Law: Comparison with Delaware and Recommendations for Reform, (with Christian Kirchner) 50 AMERICAN JOURNAL OF COMPARATIVE LAW 201-226 (2002)

Rules Lawyers Play By, 76 N.Y.U. LAW REVIEW 665-749 (June 2001)

A European Modified Business Judgment Rule for Takeover Law (with Christian Kirchner), 2 EUROPEAN BUSINESS ORGANIZATION LAW REVIEW 353-400 (Asser Institute - Max Planck Institute) (2000).

Afterword: Jurisdictional Competition as Federalism's Answer to the Multidisciplinary Practice Debate, 36 WAKE FOREST LAW REVIEW 185-91 (2001) (March 2001 Symposium on Multidisciplinary Practice)

Irrationality and Cognitive Bias at a Closing in Arthur Solmssen's THE COMFORT LETTER, 69 FORDHAM LAW REVIEW 101-26 (2000) (Annual Ethics Symposium), reprinted in SECURITIES LAW REVIEW (2002)

Lawyers' Rules, Auditors' Rules and the Psychology of Concealment, 84 MINNESOTA LAW REVIEW 1399-1437 (June 2000) (February 2000 Symposium on Multidisciplinary Practice)

Advance Waiver of Conflicts, 8 GEORGETOWN JOURNAL OF LEGAL ETHICS 289-329 (Winter 2000) (1999 Symposium on the Ethics of Business Lawyering)

Open Chambers?, 97 MICHIGAN LAW REVIEW 1430-71 (book review) (1999) (reviewing EDWARD LAZARUS, CLOSED CHAMBERS (Times Books 1998))

Responding to a False Alarm: Federal Preemption of State Securities Fraud Causes of Action, 84 CORNELL LAW REVIEW 1-108 (1998)

Don't Ask, Just Tell: Insider Trading after United States v. O'Hagan, 84 VIRGINIA LAW REVIEW 153-229 (1998) (co-author with Kimberly D. Krawiec and Cynthia A. Williams)

Professional Responsibility Rules as Implied Contract Terms, 34 GEORGIA LAW REVIEW 953-71 (Fall 1999 Symposium on Business Law)

Insider Trading Thirty Years Later, 50 CASE WESTERN LAW REVIEW 305-11 (1999) (responding to essay by Professor Jon Macey in Symposium on the Legacy of Henry Manne)

Second Opinions in Litigation, 84 VIRGINIA LAW REVIEW 1411-37 (1998) (co-author with Michael Klausner and Geoffrey Miller) (presented at February 1998 Olin Foundation Symposium on Law and Economics of Lawyering)

Lawyer Disclosure of Corporate Fraud: Establishing a Firm Foundation, 1996 SMU LAW REVIEW 101-157 (co-author with Jennifer E. Duggan) (Symposium on Securities Regulation) (presented at the May 1996 meeting of the American Law and Economics Association at the University of Chicago) (proposing at pages 261-63 legislative provisions resembling Section 307 of the Sarbanes-Oxley Act of 2002)

Disclosure of Environmental Legal Proceedings Under the Securities Laws: A Potential Step Backward, 11 J. ENVTL. LAW AND LITIGATION 101-126 (1996 Symposium on Business and the Environment)

Game Theoretic and Contractarian Paradigms in the Uneasy Relationship Between Regulators and Regulatory Lawyers, 65 FORDHAM LAW REVIEW 601-653 (AALS Professional Responsibility Section Symposium; presented at the January 1996 AALS annual meeting in San Antonio, Texas) (see Ian Ayres, *Response to Painter*, 65 FORDHAM LAW REVIEW 654 (1996))

Contractarian and Cultural Perspectives on Value Creation by Business Lawyers, 74 OREGON LAW REVIEW 327-339 (1995) (comment on papers presented at November 1994 Symposium on Business Lawyering and Value Creation for Clients)

Litigating on a Contingency: A Monopoly of Champions or a Market for Champerty?, 70 CHICAGO-KENT LAW REVIEW 625-697 (1995) (Symposium on Fee Shifting)

Toward A Market for Lawyer Disclosure Services: In Search of Optimal Whistleblowing Rules, 63 GEORGE WASHINGTON LAW REVIEW 221-296 (1995)

The Moral Interdependence of Corporate Lawyers and Their Clients, 67 SOUTHERN CALIFORNIA LAW REVIEW 507-584 (1994), reprinted in 36 CORPORATE PRACTICE COMMENTATOR 755-834 (1995)

Editorials in Newspapers and Periodicals:

Jeff Sessions Needs to Go, THE NEW YORK TIMES, March 2, 2017 (on-line edition)

The Lesson of Nordstrom: Do Business with the Trumps or Else, THE NEW YORK TIMES, February 9, 2017 (on-line edition)

Emoluments: Trump's Coming Ethics Trouble; The president-elect's lawyers have explained why they don't think he'll violate the Constitution's foreign emoluments clause—but their arguments fall apart under closer scrutiny, THE ATLANTIC, January 18, 2017 (with Laurence H. Tribe, Norman Eisen and Joshua Matz)

Trump's Business 'Separation' Plan Does Nothing of the Kind, THE NEW YORK TIMES, January 12, 2017 (on-line edition)

5 Ways You'll Know if Trump is Playing by the Rules: Here's what to watch for when the president-elect Unveils his new business plans, POLITICO, January 10, 2017 (with Norman Eisen and Laurence H. Tribe)

We were ethics lawyers for Bush and Obama. Trump's cabinet hearings must be delayed, THE GUARDIAN, January 9, 2017 (with Norman Eisen)

Just when you thought the Trump ethics disaster couldn't get worse, it did, THE WASHINGTON POST, January 16, 2017 (with Norman Eisen)

Can Donald Trump Hire Ivanka Trump?, THE NEW YORK TIMES, December 29, 2016 (with Norman Eisen) (on-line edition and print edition)

Donald Trump will still be violating the Constitution as soon as he's sworn in: His promise of "no new deals" doesn't address the emoluments clause and probably doesn't even mean no new deals, THE WASHINGTON POST, December 13, 2016 (with Norman Eisen)

Trump Could Be in Violation of the Constitution His First Day in Office, THE ATLANTIC, December 7, 2016 (with Norman Eisen)

Trump's Ethical Disaster, THE NEW YORK TIMES, December 2, 2016 (op-ed) (print edition and on-line edition)

Trump's "Blind Trust" is neither blind nor trustworthy, (with Norman Eisen), THE WASHINGTON POST, November 15, 2016

It is Possible for Trump to be a Good President, THE NEW YORK TIMES, November 9, 2016 (on-line edition)

On Clinton Emails, Did the F.B.I. Director Abuse His Power?, THE NEW YORK TIMES, October 30, 2016 (op-ed) (print edition and on-line edition)

What Trump's Tax Returns Could Tell Us about His Dealings with Russia (with Norman Eisen), POLITICO, October 31, 2016

The White House Rule: No Tax Returns, No Job (with Norman Eisen), THE NEW YORK TIMES, October 6, 2016 (op-ed) (print edition and on-line edition)

A Trump presidency would be ethically compromised (with Norman Eisen), THE WASHINGTON POST, September 21, 2016

The Real Clinton Foundation Revelation, THE NEW YORK TIMES, August 31, 2016 (op-ed) (print edition and on-line edition)

Judging Justice Ginsburg: She has a duty to be silent, SAN FRANCISCO DAILY JOURNAL, July 14, 2016

Insist that Grassley do his job, DES MOINES REGISTER, April 8, 2016 (op-ed)

Bush Would have Nominated Garland, THE NEW YORK TIMES, March 24, 2016 (op-ed) (print edition and on-line edition)

The Conservative Case for Campaign Finance Reform, THE NEW YORK TIMES, February 3, 2016 (op-ed) (print edition and on-line edition)

Yet another Ethics Investigation that Misses the Point, THE HILL, October 10, 2014 (discussing House Office of Congressional Ethics investigation of Rep. Tom Petri (R-WI))

Why S.E.C. Settlements Should Hold Senior Executives Liable (with Claire A. Hill), THE NEW YORK TIMES, May 29, 2012 (on-line edition, *DealBook* section)

Another View: A Simpler Rein than the Volcker Rule (with Claire A. Hill), THE NEW YORK TIMES, October 28, 2011 (on-line edition, *DealBook* section)

The NRA Protection Racket, THE NEW YORK TIMES, Wednesday December 19, 2012 (op-ed) (on-line edition) (discussed in televised interviews with CNN Anderson Cooper, MSNBC Lawrence O'Donnell and others)

Invitation to a Dialogue: A Filibuster Alternative, THE NEW YORK TIMES, Wednesday February 29, 2012 and Sunday March 4, 2012 (letter and reply to readers' responses in the "Sunday Dialogue" section of the op-ed page) (letter and reply coauthored with Michael A. Gerhardt)

Marriage Amendment: Leave Marriage Well Enough Alone, THE MINNEAPOLIS STAR-TRIBUNE, Monday May 9, 2011 (opposing proposed amendment to the Minnesota Constitution)

Give All Judicial Nominees a Vote, THE DALLAS FORT WORTH STAR-TELEGRAM, May 30, 2011 (urging an end to Senate filibusters of judicial nominees)

The Separation of Politics and State, THE NEW YORK TIMES, Monday June 14, 2010 at A-23 (op-ed) (print edition and on-line edition) (urging curtailment of White House political operations),

Topic A: Politics as Usual, THE WASHINGTON POST, Sunday June 6, 2010 (op-ed discussing White House job offers to Senate candidates in Pennsylvania and Colorado)

Tell Me No Lies: Don't Ask Don't Tell Institutionalizes Dishonesty in the Military, THE AMERICAN LAWYER, June 2010

Court Nominee Liu Follows the Law, LOS ANGELES TIMES, May 3, 2010 (op-ed supporting the President's nomination of Goodwin Liu to the Ninth Circuit)

DOJ's Ex-Detainee Lawyers: the Ethics Issue, THE WEEKLY STANDARD, March 2010.(with Edwin Williamson) (op-ed urging that Justice Department lawyers who previously represented detainees recuse from similar matters at DOJ)

Mutual Funds: Fair Disclosure, Fair Regulation, NEW YORK LAW JOURNAL, December 18, 2003 at 2 (op-ed urging sensible regulation of mutual funds)

Lawyer-Client Confidentiality: Changing Model Rule 1.6 is Long Overdue, CALIFORNIA BAR JOURNAL, August 2003 at 1.

Congress Tells Corporate Lawyers to Tell Directors About Fraud, THE WALL STREET LAWYER, August 2002 at 6 (discussing Section 307 of the Sarbanes-Oxley Act of 2002).

Our Security Markets Should Be Secure, WASHINGTON POST, September 25, 2001, at A23 (op-ed proposing alternative trading floors and other measures to protect stock exchanges from terrorist attack)

Don't Disadvantage Europe: The European Parliament made the right call in rejecting the strict neutrality rule, WALL STREET JOURNAL EUROPE, July 19, 2001, at 9 (op-ed criticizing proposed EU corporate takeover directive that was rejected by the EU Parliament).

New Insider Trading Rules Attempt to Clarify SEC's Approach, 15 CORPORATE COUNSEL WEEKLY 42, 8 (BNA, November 2000) (with Kimberly D. Krawiec)

The New American Rule: A First Amendment to the Client's Bill of Rights, 2000 CIVIL JUSTICE REPORT 1 (Manhattan Institute 2000)

Proposal to Amend Model Rule 1.13 (Organization as Client) (testimony before the ABA Ethics 2000 Commission, May 1998) reprinted in THE PROFESSIONAL LAWYER, Spring 1998 at 10 (ABA) (rejected by the ABA but later incorporated in substantial part into Section 307 of the Sarbanes-Oxley Act of 2002)

Proposal to Amend the Model Rules to Provide for Advance Consent to Conflicts (testimony before Ethics

2000 Commission, June 1999) reprinted in THE PROFESSIONAL LAWYER, Winter 1999 at 26 (ABA).

A Law Clerk Betrays the Supreme Court, WALL STREET JOURNAL, April 13, 1998, at A23 (op-ed) (critical of former Supreme Court clerk's use of confidential materials to write a book on the Court)

SEC Discipline of Lawyers: In Search of a Firm Foundation, 1997 THE PROFESSIONAL LAWYER 97-105 (ABA) (symposium issue) (coauthor with Jennifer E. Duggan)

If This Is Mail Fraud, Then Most Lawyers Are Guilty, WALL STREET JOURNAL, May 4, 1994, at A15 (cited in the WALL STREET JOURNAL'S lead editorial of June 23, 1994) (op-ed critical of mail fraud conviction in *United States v. Armand D'Amato* (E.D.N.Y 1993), *rev'd* 39 F.3d 1249 (2d Cir. 1994))

Bar Association Reports:

Discipline of Law Firms, Report of the Committee on Professional Responsibility, 48 THE RECORD OF THE ASSOCIATION OF THE BAR OF THE CITY OF NEW YORK 628 (1993); reprinted in LAWYER AND ACCOUNTANT LIABILITY AND RESPONSIBILITY (ALI-ABA 1993) (co-author with Karen B. Burrows) (New York in 1996 became the first state in the United States to provide for discipline of law firms when the Appellate Division adopted rules essentially identical to several of the rules suggested in this Report)

The Attorney's Duties to Report the Misconduct of Other Attorneys and to Report Fraud on a Tribunal, Report of the Committee on Professional Responsibility, 47 THE RECORD OF THE ASSOCIATION OF THE BAR OF THE CITY OF NEW YORK 905 (1992) (co-author with Sandra E. Nickel)

Bar Admissions:

New York (1988) (98.0% rank on MBE in 1988 bar exam) (active)

Connecticut (1991) (98.2% rank on MBE in 1991 bar exam) (inactive)

United States Supreme Court (1992)

United States District Courts for the Southern District of New York and District of Connecticut (1991)

Board Memberships:

Diana Davis Spencer Foundation (charitable foundation, assets \$1.3 billion), one of two independent members of the investment committee and one of two independent members of the audit committee, 2014 to present

Take Back our Republic (501c3 public policy organization dedicated to campaign finance reform), board member, 2014 to present

Issue One (501c3 public policy organization dedicated to campaign finance reform), advisory board member, beginning in 2016

Citizens for Responsibility and Ethics in Washington, board members and Vice Chair, beginning in 2016

Club Memberships:

The Cosmos Club, Washington, DC, since 1999

