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Biographies of Participants: The Evolving Legal and Ethical Role of the
Corporate Attorney after the Sarbanes-Oxley Act of 2002

BIOGRAPHIES OF PARTICIPANTS

JEFFREY D. BAUMAN is a Professor of Law at the Georgetown University Law Center. Professor Bauman's specialty is corporate law. Before joining the Law Center in 1973, he spent four years at the Securities and Exchange Commission and five years in private practice. In addition, he served on the Executive Council of the Securities Law Committee of the Federal Bar Association, the Committee on Federal Regulation of Securities of the American Bar Association, and the Committee on Corporations, Partnerships and other Business Organizations of the D.C. Bar Association. His writings include several law journal articles concerning Rule 10b-5. Professor Bauman is also the co-author of a recent casebook on corporations. Professor Bauman is on the Board of Trustees of the Shakespeare Theatre, the Board of Directors of the Washington Legal Clinic for the Homeless, and the Frederick B. Abramson Memorial Foundation.

ARTHUR D. BURGER is a Director at Jackson & Campbell, P.C where he chairs the firm's Professional Responsibility Practice Group and the firm's Ethics Committee. He is a member of the D.C. Bar Rules of Professional Conduct Review Committee, frequently lectures on ethics issues for the D.C. Bar, and often teaches the ethics portion of the D.C. Bar's Mandatory Course for New Admittees. Mr. Burger is on the adjunct faculty of George Washington University Law School, co-teaching a course with fellow Jackson & Campbell director, Jim Schaller, entitled "Ethics In Adjudication and Settlement." Mr. Burger represents attorneys and law firms on matters related to professional responsibility and has published many articles on ethics issues. Mr. Burger is a member of the Association of Professional Responsibility Lawyers and the Center for Professional Responsibility of the A.B.A.

Mr. Burger also has been in the firm's Insurance Coverage Group since 1993 and has litigated insurance coverage cases in courts around the country. Mr. Burger received his J.D. from George Washington University Law School.

SUSAN D. CARLE is an Associate Professor of Law at American University Washington College of Law. Professor Carle specializes in Labor and Employment Law, Legal Profession, and Legal Ethics. She graduated from Bryn Mawr College and Yale Law School. She was a law clerk for Judge Dolores K. Sloviter, U.S. Court of Appeals for the Third Circuit. Professor Carle was also an appellate attorney for the U.S. Department of Justice, Civil Rights Division, and an associate at Bredhoff & Kaiser. Before joining the faculty at the Washington College of Law, Professor Carle was a W.M. Keck Fellow in Legal Ethics at Georgetown University Law Center.

Professor Carle has published numerous articles on issues of legal ethics, women in the law, and pro bono lawyering. Professor Carle is a recent winner of the American Association of Law Schools Scholarly Paper Award (2001). She also served on the D.C. Bar Legal Ethics Committee (2000-2003).

CHARLES E. DAVIDOW has a securities law related practice at the Washington firm, Wilmer, Cutler & Pickering, with particular emphasis on enforcement, compliance and litigation matters. Mr. Davidow has represented a wide range of institutions and individuals, including UBS Paine Webber; Deutsche Bank; Donaldson, Lufkin & Jenrette; and John W. Meriwether in litigation and enforcement proceedings under the federal securities laws and related laws.

Mr. Davidow represented the Special Committee of Enron's Board of Directors in its investigation and report on the much-publicized transactions with entities controlled by Enron's Chief Financial Officer. He also served as lead counsel in some of the most significant securities litigation and enforcement matters of the last decade. He represented clients on the Salomon Brothers Treasury Auction proceedings; the failure of Long-Term Capital Management; SEC proceedings and litigation arising out of losses of \$137 million suffered by college and university endowment funds as a result of a rogue trader at an investment advisory firm; the litigation arising out of losses of some \$70 million incurred by Devon Capital Management for the accounts of numerous Pennsylvania school districts; the insider trading allegations against Ivan F. Boesky; enforcement proceedings and litigation arising out of financial statement irregularities at Chambers Development Corporation; and the defense of many securities class actions.

Mr. Davidow is a graduate of Amherst College (B.A. 1976, *magna cum laude*) and the Harvard Law School (J.D. 1979, *magna cum laude*), where he was an Editor and Treasurer of the *Harvard Law Review*. Following graduation from law school, he clerked for a year for Judge

Walter R. Mansfield of the U.S. Court of Appeals for the Second Circuit. He joined Wilmer in 1980 and became a Partner in 1987.

Mr. Davidow has been an Adjunct Professor at the Georgetown University Law Center and has spoken at numerous business seminars and conferences

JIM GUNDERSON has worked with Schlumberger Limited for eighteen years, including three years as Secretary and General Counsel, playing a leading role in the company's compliance, ethics and social responsibility programs. Mr. Gunderson also provides corporate governance and transaction management advisory services to various other international companies. He is a member of the faculty of the National Association of Corporate Directors and a Director of the NACD's New York Chapter. He participates as a faculty member in the Yale Corporate Governance Director Education Program in cooperation with the World Bank's Global Corporate Governance Forum. Mr. Gunderson has lectured on corporate governance and strategic transactions at the Centre for Energy, Petroleum, and Mineral law and Policy at the University of Dundee, Scotland; on corporate social responsibility at the New York Law School's International Law program and the Columbia University Seminar on Human Rights; as well as on corporate governance, director responsibility, ethics, and international transactions for the American Corporate Counsel Association, the International Bar Association and the Washington College of Law. He is the co-founder and former Vice Chairman of SEED, Schlumberger's non-profit initiative in educational development which promotes Internet connectivity at elementary schools in developing countries.

EGON GUTTMAN is a Professor Emeritus of Law at American University Washington College of Law where he teaches courses on business associations, securities regulations, negotiable instruments, sales and secured transactions, and problems in advanced securities law. This year, the *American University Law Review* recognized Professor Guttman's distinguished teaching record by creating an award in his name for excellence exhibited by a member of the journal's staff. Professor Guttman earned an LL.B. degree in 1950 and an LL.M. degree in 1952; both from the University of London. He specializes in corporate, international securities, and commercial law, and he is an active member of the American Law Institute; the ALI Uniform Commercial Code Committee; various ABA subcommittees such as Letters of Credit, Commercial Paper, Bank Deposits Collection and Payment, Investment Securities, and the Ad

Hoc Committee on Uncertified Debt Securities; the FBA Securities Law Committee; the Secretary of State Advisory Committee on Private International Law; the British Institute of International and Comparative Law; the Society of Public Teachers of Law (England); and the Hardwick Society of the Inns of Court in England.

In addition, Professor Guttman was a Louis P. Levitt Memorial Scholar in 1982, a Leverhulm Scholar from 1948-51, a Ford Foundation graduate fellow at Northwestern University from 1958-59, was named one of the Outstanding Educators of America in 1970 and 1973, and is currently a New York Stock Exchange arbitrator. He is the author of such books as *Problems and Materials on Secured Transactions Under the Uniform Commercial Code and in International Commerce* (2001), *Modern Securities Transfers* (1988-2001), *Cases and Materials on Policy and the Legal Environment* (1978), and *Crime, Cause and Treatment* (1957), as well as numerous articles, reports, scholarly papers, and small monographs.

SUSAN HACKETT joined the American Corporate Counsel Association (ACCA) in 1989 as the director of programs and publications. She currently serves as Senior Vice President and General Counsel, reporting to ACCA's President and its Board of Directors. Ms. Hackett lectures regularly before a wide variety of legal audiences, and she is the author of articles on a number of professional and managerial topics for such publications as the *ACCA Docket*, *Legal Times*, *National Law Journal*, *Litigation*, *Business Law Journal* and various law reviews, legal journals, and state bar publications. She is a member of the Board of Directors of Equal Justice Works, and a former member of the board of the Minority Corporate Counsel Association. She is an appointed liaison to three ABA Presidential Commissions: on Multijurisdictional Practice, Alternatives to the Billable Hour, and Loan Repayment Assistance Programs. Ms. Hackett also serves on the ABA's Center for Professional Responsibility's Joint Committee on Lawyer Regulation and the National Conference on Professional Responsibility Planning Committee.

Ms. Hackett received her undergraduate degree from Michigan State University and her J.D. from the University of Michigan Law School. Before joining ACCA, she was a transactional attorney at Patton Boggs and clerked for several DC employers while in law school and sitting for the bar. Ms. Hackett is licensed in both Maryland and the District of Columbia.

ROBERTA S. KARMEL is a Professor of Law at Brooklyn Law School in Brooklyn, New York, where she serves as Co-Director of the Law School's Center for the Study of International Business Law. She has been a member of the faculty since 1985. Professor Karmel's areas of expertise are international and domestic securities regulation. She is called upon widely to teach and lecture all over the world on this subject. Professor Karmel is a former Commissioner of the Securities and Exchange Commission, a Public Director of the New York Stock Exchange, and a Partner at Kelly, Drye & Warren and Rogers & Wells. In addition, she was a Fulbright Scholar studying the harmonization of the securities laws in the European Union.

Professor Karmel is the author of *Regulation by Prosecution: The Securities and Exchange Commission Versus Corporate America* (1992) and has written numerous articles on international securities law. She also authors a monthly column on "Securities Regulation" that appears in the *New York Law Journal*. She serves on the board of directors of Kemper National Insurance Co., is a member of the National Adjudicatory Council of the National Association of Securities Dealers Regulation Inc., and is a member of the International Securities Regulation Committee of the International Law Association. She is also a trustee of the Practicing Law Institute, a member of the American Law Institute, a Fellow of the American Bar Foundation, and on the boards of several securities regulation law journals.

STUART J. KASWELL is General Counsel and Senior Vice President of the Securities Industry Association in Washington, D.C. Prior to joining the Securities Industry Association, Mr. Kaswell worked as a staff attorney for the Securities and Exchange Commission, served as Minority (Republican) Counsel on the House Committee on Energy and Commerce, and worked as a Senior Associate at the law firm of Winthrop, Stimson, Putnam & Roberts. Mr. Kaswell is the author of "An Insider's View of the Insider Trading and Securities Fraud Enforcement Act of 1988," an article published in *Business Lawyer*.

Mr. Kaswell received his undergraduate degree from Vassar College and his J.D. from the American University Washington College of Law. He is a member of the District of Columbia Bar, the Virginia State Bar, and the Maryland State Bar Association.

SHELDON KRANTZ is a partner at the law firm of Piper Rudnick L.L.P. Mr. Krantz's practice emphasizes preventive and litigation services on corporate and white collar criminal matters. His particular areas of focus include environmental law, health care,

FDA, export controls, civil and criminal RICO, legal ethics, legal malpractice, corporate compliance programs, and federal sentencing guidelines.

Mr. Krantz is a former chair of the Criminal Justice Section of the American Bar Association. He has had extensive experience in white collar crime prevention and investigation. Mr. Krantz was vice president of the Investigative Group, a private company that undertakes complex factual investigations on matters relating to internal corporate investigations, domestic and international due diligence, mergers and acquisitions, and general litigation support. Earlier in his career, he was a prosecutor for the Organized Crime and Racketeering Section of the U.S. Department of Justice. Mr. Krantz was Dean of the University of San Diego School of Law from 1981 to 1989, and prior to that, he was a Professor of Law and Director of the Center for Criminal Justice at Boston University School of Law. He now teaches white collar criminal law at American University Washington College of Law.

Mr. Krantz received his J.D. from the University of Nebraska and is a member of the District of Columbia Bar's Legal Ethics Committee. Mr. Krantz is admitted to the California bar, the District of Columbia bar, the Massachusetts bar, and the Nebraska bar.

RICHARD W. PAINTER is a Professor of Law at the University of Illinois College of Law in Champaign, Illinois and is serving as a Visiting Professor at The University of Michigan Law School for the 2002-2003 academic year. Professor Painter received his B.A. from Harvard University and his J.D. from Yale University. After receiving his J.D., Professor Painter clerked for Judge John T. Noonan, Jr. of the United States Court of Appeals for the Ninth Circuit and later worked at Sullivan & Cromwell in New York City.

Professor Painter published a second edition of his legal ethics casebook with Judge John T. Noonan, Jr. in 2001 and has recently published ten articles in law reviews. These include his article, "Rules Lawyers Play By," in the *New York University Law Review*; an article on multidisciplinary law practice in the *Minnesota Law Review*; an article on European corporate takeover law (co-authored with Professor Christian Kirchner of the Humboldt University in Berlin, Germany) in the *European Business Organization Law Review* (Max Planck Institute); an article on advance waiver of client conflicts in the *Georgetown Journal of Legal Ethics*; and a book review in the *Michigan Law Review*. During the 2001 spring semester, Professor Painter was the Warren Knowles Visiting Professor of Legal Ethics at the University of Wisconsin Law School, and in June 2001, he was a

visiting lecturer in corporate and securities law at the University of Bielefeld in Germany. Professor Painter was elected to membership in the American Law Institute in 2000. Professor Painter teaches courses on business organizations, market regulation, corporate finance, and professional responsibility.

DR. JIM PETERS spent twelve years in a variety of accounting positions, culminating in a partnership in a local CPA firm prior to entering academia in 1984. He received his CPA certificate in 1973. Dr. Peters has a BS, MBA, and Ph.D., each in accounting. He received his Ph.D. from the University of Pittsburgh in 1989. Dr. Peters spent five years in business schools and ten years at Carnegie Mellon University's H. John Heinz III School of Public Policy and Management. He is currently an Assistant Professor of Accounting in the R.H. Smith School of Business at the University of Maryland.

Dr. Peters's research interests are in developing computer models of auditors', managers', and financial analysts' judgment processes to better understand and support those judgments. His research builds on recent work in accounting, auditing, cognitive science, and artificial intelligence. His research has been published in leading accounting, management information systems, and computer science journals. Dr. Peters currently teaches undergraduate courses in accounting information systems.

ANDREW D. PIKE is an Associate Dean for Faculty and Academic Affairs and a Professor of Law at American University Washington College of Law where he specializes in tax law and pension law and teaches courses in federal income taxation, tax policy, federal corporate income taxation, estate and gift taxation law, and pension law. In addition, Dean Pike teaches taxation of insurance companies to Internal Revenue Service tax law professionals and has taught as a Visiting Associate Professor at University of Pennsylvania Law School.

After graduating from Swarthmore College and the University of Pennsylvania Law School, Dean Pike gained substantial experience in the area of tax law. A former law clerk in the U.S. Tax Court, Dean Pike worked as Associate Tax Legislative Counsel for the U.S. Department of Treasury before becoming Special Counsel to the Congressional Joint Committee on Taxation. He then worked as a consultant to the Massachusetts Special Commission on Tax Reform, and later became Special Counsel for the Internal Revenue Service. Dean Pike has also advised several republics of the former Soviet Union on tax reform, spoken on proposed tax legislation and tax reform, and testified before congressional tax-writing committees. Dean Pike is the author of several law review articles on tax policy and

corporate taxation and is currently working on a casebook for basic federal income tax courses.

RANDALL QUINN is Assistant General Counsel at the Securities and Exchange Commission and an Adjunct Professor of Law at American University Washington College of Law. Professor Quinn represents the SEC in the U.S. Courts of Appeals and assists the Commission in representing cases in the Supreme Court by presenting oral arguments, supervising the preparation of briefs, advising the SEC on amicus curiae briefs, and managing complex and novel legal issues. Additionally, he teaches Securities Regulation at the Washington College of Law and has been a professional lecturer on the subject.

Professor Quinn graduated from the University of Maryland, *cum laude*, with a B.A. degree in English in 1979. He received his M.A. in English from the University of Virginia Graduate School of Arts and Sciences in 1982, and earned his J.D. degree from the University of Virginia School of Law in 1986 where he was a Dillard Fellow. He has written many publications, including *The Misappropriation Theory of Insider Trading in the Supreme Court: A (Brief) Response to the Many Critics of United States v. O'Hagan*, (May 2003); *Leveling the Playing Field: The Need for Investor Protection for Bank Sales of Loan Participations* (1995); and *The Supreme Court's Use of Legislative History in Interpreting the Federal Securities Laws* (1994).

JUDGE STANLEY SPORKIN (Ret.) is a Partner at Weil, Gotshal & Manges, residing in the firm's Washington D.C. office. Judge Sporkin's practice consists of counseling parties in SEC, Corporate Governance and Litigation Matters. Because of his judicial background, he also acts as an arbitrator and provides mediation services. Judge Stanley Sporkin attended Pennsylvania State University from 1949-1953 and received his law degree from Yale University in 1957. Judge Sporkin spent twenty years with the SEC, serving the last seven as the Director of the Division of Enforcement. He then went to the CIA where he served five years as the General Counsel. In 1985, President Ronald Reagan appointed him to the Federal Bench where he served as a United States District Judge for the District of Columbia for fourteen years. Judge Sporkin is also a Certified Public Accountant.

In 1976, he received the National Civil Service League's Special Achievement Award, and in 1978, Judge Sporkin received the Rockefeller Award for Public Service from the Woodrow Wilson School of Public and International Affairs at Princeton University. In 1979, he was the recipient of the President's Award for Distinguished

Federal Service, the highest honor that can be granted to a member of the federal career service. During his service with the Central Intelligence Agency, the Director of Central Intelligence conferred on him the Distinguished Intelligence Medal. In 1990, he was named an Alumni Fellow at the College of Business Administration at the Pennsylvania State University. In 1994, he was presented with the William O. Douglas Award for Lifetime Achievement by the Association of Securities and Exchange Commission Alumni, and in May 1996, he was presented with the H. Carl Moultrie Award for Judicial Excellence by the Trial Lawyers of Washington D.C. In June 2000, he was presented with the prestigious Federal Bar Association's Tom C. Clark Award. In October, 2000, Judge Sporkin Received the Judicial Excellence Award from Judicial Watch.

Judge Sporkin is the son of The Honorable Maurice W. Sporkin (deceased), a long time Judge of the Court of Common Pleas, Philadelphia, Pennsylvania, and Ethel Sporkin (deceased). He is married to Judith Sally Imber and has three children: Elizabeth Sporkin, Daniel Sporkin, and Thomas Sporkin; and has two grandchildren.

PERRY WALLACE, JR. is a Professor of Law at American University Washington College of Law where he teaches courses in business associations, law and accounting, securities regulation, and environmental law. Professor Wallace's areas of specialization include corporate law and finance as well as environmental law. He graduated from Vanderbilt University, where he led a stellar and groundbreaking collegiate career playing NCAA basketball and came to be known as the "Jackie Robinson of the SEC." Thereafter, he earned his J.D. at Columbia University. He is an active member of various councils, panels, agencies, and associations, including the National Advisory Council for Environmental Policy and Technology, the U.S. Environmental Protection Agency, the National Panel of Arbitrators, the New York Stock Exchange, the National Association of Securities Dealers, and the American Arbitration Association. Professor Wallace is the author of *Minority Economic Development and Investments: Trends and Challenges in the African American Community* (1999) and also *Disclosure of Environmental Liabilities Under the Securities Laws: The Potential of Securities-Market-Based Incentives for Pollution Control* (1993).