# Karl S. Okamoto

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## Academic Positions

Drexel University Thomas R. Kline School of Law

- Professor of Law (2010 - present)
- Director, Program in Business & Entrepreneurship Law (2007 - present)
- Co-Chair, Committee on Business Law Education, American Bar Association Section on Business Law (2013 – present)
- Editorial Board, *ELaw*, Ewing Marion Kauffman Foundation (2014 – present)
- Principal Investigator, National Science Foundation, SBIR Phase I & II Grants (2011 – 2015)
- Associate Professor of Law (2007 – 2010)

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

LawMeets® (leading inter-scholastic competition for aspiring transactional lawyers)

- Creator and Academic Director (2010 – present)

ApprenNet, Inc. (NSF-funded edtech company offering an online skills training platform)

- Board Chair (2015 – present)
- Founder & CEO (2011 – 2015)

Cosi, Inc. (Deerfield, IL)

- Member of the Board of Directors (2007 - 2015)
- Chair of the Compensation Committee (2010 - 2015)
- Member of the Audit and Compensation Committees (2008 - 2015)
- 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

The Price Effects of Event Risk Protection: The Results from a Natural Experiment, 8 *Journal of Empirical Legal Studies* 878 (with Pedersen and Pedersen)(2011).

Risk Taking, 32 *Cardozo Law Review* 159 (with Edwards)(2010).

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 & Entrepreneurial Groups," invited presentation to the Section on Transactional Law at the Annual Meeting of the AALS (January 2014)
- "Using Technology to 'Flip' the Large Law Class," invited lecture at the University of Richmond School of Law (September 2013)
- "What Every Business Lawyer Should Know (But Did Not Learn in Law School)," moderator and panelist at the Annual Meeting of the American Bar Association (August 2013)
- "Using Technology to Teach Practical Legal Skills in the Classroom," invited lecture at the University of Denver Sturm College of Law (March 2013)
- "Using Simulation, Technology and Collaborative Teaching to Teach Transactional Lawyering," invited presentation at Emory University School of Law (November 2012)

- "MOOCS in Legal Education," invited presentation at the National Symposium on Experiential Education in Law, Boston, MA (October 2012)
- "Virtual Apprenticeships for Teaching Entrepreneurial Lawyering," invited presentation for the inaugural meeting of the Section on Transactional Law at the Annual Meeting of the AALS (January 2012)
- "Virtual Apprenticeships for Teaching Entrepreneurial Lawyering," invited presentation at the Annual Meeting of the United States Association of Small Business and Entrepreneurship (the leading association of teachers of entrepreneurship)(January 2012)
- "From Law & Entrepreneurship to Lawyers and Entrepreneurs," paper presentation at the Annual Meeting of the Law & Society Association (June 2011)
- "Transactional Lawyering Meets," invited presentation at the 10th Annual Transactional Clinicians Conference at Northwestern University School of Law (April 2011)
- "Lawyers and Entrepreneurs," invited presentation at the Western New England College School of Law (April 2011)
- "Teaching Transactional Lawyering," faculty workshop presentation at the University of Colorado Law School (February 2011)
- "The Price Effects of Event Risk Protection," invited presentation at the Annual Conference on Empirical Legal Studies at Yale University Law School (November 2010)
- "The Price Effects of Event Risk Protection," invited presentation at the Annual Meeting of the Mid-West Law & Economics Association at the University of Colorado Law School (October 2010)
- "Regulating Risk Taking," panel presentation at the Law Policy Forum of the Pennsylvania Bar Institute (September 2010)
- "The Mystery of Bondholder Wealth Expropriation," faculty workshop presentation at the University of Denver Sturm College of Law (September 2010)
- "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)

**Conferences**

- Founder, Annual IP LawMeet®
- Founder, Annual Transactional LawMeet®
- 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**

- Member, Drexel University Strategic Planning Task Force for Research (2011 – present)
- Member, Senior Steering Committee, A.J. Drexel Advanced Communications & Information Networks Institute (2010 – present)
- Chair, Committee on Professional Development, Earle Mack School of Law, Drexel University (2009 – 2013)
- 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