

# Paul Rose

curriculum vitae, 7/1/2011

Ohio State University – Moritz College of Law  
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## ACADEMIC APPOINTMENTS

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### **Ohio State University - Moritz College of Law** | June 2007—Present

*Associate Professor of Law* (with tenure) – effective Fall 2011

*Assistant Professor of Law* – 2007-2011

- Courses: Business Associations, Securities Regulation, Comparative Corporate Law, Corporate Finance
- Awarded 2010-2011 2L/3L Professor of the Year by the Student Bar Association

### **Northwestern University School of Law** | July 2005—May 2007

*Visiting Assistant Professor in Securities & Finance*

- Courses: Business Associations, Securities Regulation

## PUBLICATIONS

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### **Books**

CASES AND MATERIALS ON SECURITIES REGULATION (West, *forthcoming*) (with Dale Oesterle)

BLACK LETTER OUTLINE: SECURITIES REGULATION (West, *forthcoming*) (with Dale Oesterle)

### **Articles and Essays**

*Regulating Risk by “Strengthening Corporate Governance”*, 17 CONN. INS. L. J. (2011) (Symposium)

Commentary, *On the Role and Regulation of Proxy Advisors*, 109 MICH L. REV. FIRST IMPRESSIONS (2010), <http://www.michiganlawreview.org/assets/fi/109/rose.pdf>.

*Common Agency and the Public Corporation*, *forthcoming*, 63 VAND. L. REV. 1355 (2010)

*Sovereign Wealth Fund Investment in the Shadow of Regulation and Politics*, 40 GEORGETOWN J. OF INT’L L. 1247 (2009) (Symposium)

*Sovereigns as Shareholders*, 87 N.C. L. REV. 83 (2008)

*Sovereign Wealth Funds: Active or Passive Investors?*, 118 YALE L.J. POCKET PART 104 (2008), <http://www.yalelawjournal.org/the-yale-law-journal-pocket-part/scholarship/sovereign-wealth-funds:-active-or-passive-investors?> (Symposium)

*The Corporate Governance Industry*, 32 J. CORP. L. 101 (Summer 2007), *abstracted in* BOWNE DIG. FOR COMPL. PROF. (Jan 2008)

*Capital Markets Competitiveness: A Survey of Recent Reports*, 2 *ENTREPREN. BUS. L.J.* 439 (2007) (Invited contribution) (with Cyrus Afshar)

*Balancing the Benefits and Burdens of Securities Regulation for Smaller Companies Post Sarbanes-Oxley*, 41 *WILLAMETTE L. REV.* 707 (2005), *reprinted in SEC. L. REV.* (2007), *abstracted in BOWNE DIG. FOR COMPL. PROF.* (Nov. 2006)

### **Selected Other Works**

*The New NYSE and Nasdaq Corporate Governance Listing Standards*, *THE M&A LAWYER*, Nov./Dec. 2003 (co-author)

*EU Company Law Convergence Possibilities After Centros*, 11 *TRANSNAT'L L. & CONTEMP. PROBS.* 121 (2001) (2001 Dorothy Schramm World Affairs Student Writing Competition)

*Comment: Developing a Market for Employment Discrimination Claims in the Securities Industry*, 48 *UCLA L. REV.* 399 (2000-2001) (2001 Benjamin Aaron Award)

*Comment: A Market Response to the European Union Directive on Privacy*, 4 *UCLA J. OF INT'L L. & FOR. AFF.* 445 (1999-2000) (2001 Morris Greenspan Award)

*CONSTITUTIONAL LAW*, (High Court Publishing—West, 2000) (co-author)

*CRIMINAL LAW*, (High Court Publishing—West, 2000) (co-author)

### **Works in Progress**

*American Sovereign Wealth*

*The Governance Implications of Share Lending*

### **PROFESSIONAL EXPERIENCE**

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**Covington & Burling** | San Francisco, CA | September 2001—July 2005  
*Associate, Corporate & Securities Practice Group*

**Securities and Exchange Commission** | Washington, D.C. | Summer 2000  
*Law Clerk, Office of Mergers & Acquisitions, Division of Corporation Finance*

**Citibank, NA** | New York, NY | May 1996—November 1997  
*Assistant Trader, Equity and Emerging Market Derivatives*

## EDUCATION

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### **UCLA School of Law** | Los Angeles, CA

*JD, 2001*

- Chief Articles Editor, UCLA Law Review Vol. 48
- 2001 Benjamin Aaron Award (best comment by a graduating student)
- 2000 Morris Greenspan Prize (best comment in international law)
- 2001 Dorothy Schramm World Affairs Writing Competition winner (University of Iowa College of Law, International and Comparative Law Program)

### **Brigham Young University** | Provo, UT

*BA in Philosophy (with University Honors), 1995*

- Writing Fellow; Dean's List

## PANELS, PRESENTATIONS AND TESTIMONY

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*Regulating Risk by "Strengthening Corporate Governance"*, Symposium on Regulating Risk, University of Connecticut School of Law, April 16, 2010.

Panelist, *The Competitiveness of U.S. Capital Markets*, Washington D.C. Bar Association, March 12, 2010.

Panelist, *Corporate Governance Rating Agencies and Conflicts of Interest: Harming Pension Funds, Individual Investors, and Company Employees, Investor Harm and Future Policy Implications*, World Growth Forum, October 29, 2009.

Panelist, *Corporate Governance and U.S. Government Investment*, 2009 Ohio Securities Conference, October 23, 2009.

*Sovereign Wealth Fund Investment in the Shadow of Regulation and Politics*, Georgetown Journal of International Law Symposium on Sovereign Wealth Funds, March 30, 2009.

*Regulating Shareholder Influence*, Conference on New Research in Regulation of Corporations, Managers, and Financial Markets, Washington University School of Law, St. Louis, March 6, 2009.

*Regulating Shareholder Influence*, University of Cincinnati School of Law, February 13, 2009.

*Regulating Shareholder Influence*, Ohio Legal Scholarship Workshop, January 24, 2009.

*Sovereigns as Shareholders*, Corporate Law Colloquium, University of Illinois College of Law, October 29, 2008.

Testimony on the impact of sovereign wealth investment on U.S. financial institutions, April 24, 2008, before the Senate Committee on Banking, Housing and Urban Affairs.

## SELECTED MEDIA MENTIONS

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*Sovereign Health*, Global Financial Strategy (July 2010)

*An Industry in the Crosshairs: As Congress grapples with financial reform, the lawsuits keep coming*, Corporate Counsel (July 1, 2010)

*Ohio Sues Bank of America, All Things Considered* (National Public Radio) (October 12, 2009)

*Legal Experts Look at Ohio's Bank of America Suit*, WCPN (National Public Radio) (September 29, 2009)

*Ohio AG takes lead role in Bank of America lawsuit*, Associated Press (September 28, 2009)

*Madoff Scandal A Huge Blow to SEC Credibility*, Law360 (December 15, 2008)

*Sample What an Obama Presidency Likely Means to the Financial Services Industry*, IA Watch (11/10/2008)

*The Economic Crisis and the SEC: Moving Forward*, Law360 (October 31, 2008)

*Anxieties Behind the Demand for Sovereign 'Transparency'*, Accredited Investor (June 2008)

*Sovereign Funds: First Steps toward a Code of Conduct*, Les Echos (Mar. 25, 2008)

*Activism plus advice, eh?*, Financial Week (Oct. 15, 2007)

*The ISS way*, The Deal (Sep. 7, 2007)

*Lost in Translation*, California Lawyer (August 2007)

*Top proxy adviser frisked by Congress: 'They're clean'*, Financial Week (August 6, 2007)

*Shattered Glass: Proxy adviser has its back to the wall*, Financial Week (May 28, 2007)

*Governance gurus facing sunshine*, Financial Week (November 13, 2006)

*An opportunity for real corporate governance reform is upon us*, Lawyers Weekly (9 November 2006)

*Is S&P Tip-Toeing Into Governance?*, Directorship, Jul/Aug 2006, Vol. 32 Issue 7

*ISS Ranks Companies For Greenness*, Directorship, Jul/Aug 2006, Vol. 32 Issue 7

#### COLLEGE AND UNIVERSITY SERVICE

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Appointments Committee (2009—Present)

Administration Committee (2007—2009)

Faculty Advisor – J. Reuben Clark Law Society (2007—Present)

Faculty Advisor – Entrepreneurial Business Law Journal (2007—Present)

Advisor/Coach – Corporate Law Moot Court Team (2007—Present)

- Champions, 2009 Ruby Vale Moot Court Competition (Widener Law, Delaware)

#### BAR AFFILIATIONS

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Admitted to practice in California (2001) (inactive status)

Ohio State Bar Association