

CHRISTOPHER M. BRUNER

Washington and Lee University School of Law
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EDUCATION

HARVARD LAW SCHOOL, Cambridge, Massachusetts, J.D., June 2001

Harvard International Law Journal (Deputy Editor-in-Chief, 2000-2001)

Equal Justice America legal services fellowship, Summer 1999

UNIVERSITY OF OXFORD, Oxford, England, M.Phil. (English Studies), July 1997

Overseas Research Student Award, 1995-1997

Janet Watson Bursary, 1996-1997

Association Football Club (university soccer team), 1996-1997

UNIVERSITY OF MICHIGAN, Ann Arbor, Michigan, A.B. (English), April 1995

High Distinction

Highest Honors

Phi Beta Kappa

Men's Soccer Club, 1991-1993 (President, 1993)

TEACHING POSITIONS

WASHINGTON AND LEE UNIVERSITY SCHOOL OF LAW, Lexington, Virginia

Associate Professor of Law, 2009-present

Tenured, 2011

Ethan Allen Faculty Fellow, 2010-2011 (awarded for excellence in scholarship)

Winner, AALS Scholarly Papers Competition, 2010

Visiting Professor of Law, Fall 2008

Courses: Close Business Arrangements; Contracts; Securities Regulation

TEXAS TECH UNIVERSITY SCHOOL OF LAW, Lubbock, Texas

Assistant Professor of Law, 2006-2009

Mahon Research Fellow, 2008-2009

Texas Tech Alumni Association New Faculty Award, 2008

Courses: Business Entities; International Economic Regimes; Mergers & Acquisitions; Securities Regulation

BOSTON UNIVERSITY SCHOOL OF LAW, Boston, Massachusetts

Visiting Assistant Professor of Law, 2005-2006

Course: Corporations

RESEARCH POSITIONS

UNIVERSITY OF SYDNEY, Sydney, Australia

Parsons Visitor, Faculty of Law, Summer 2011 (four weeks)

Research: Independent comparative corporate governance research.

UNIVERSITY OF TORONTO, Toronto, Canada

Visitor to the Faculty of Law, Summer 2011 (two weeks)

Research: Independent comparative corporate governance research.

UNIVERSITY OF CAMBRIDGE, Cambridge, England

Visitor to the Faculty of Law, Spring 2009 (four weeks)

Research: Independent comparative corporate governance research.

HARVARD BUSINESS SCHOOL, Boston, Massachusetts

Research Associate, 2004-2005, Spring 2006

Research: Co-authored case studies and technical notes on securities and corporate law topics, assisted design team for required MBA course on leadership and corporate accountability.

LEGAL PRACTICE AND OTHER EXPERIENCE

ROPES & GRAY LLP, Boston, Massachusetts

Associate (Corporate Department), 2001-2004

Summer Associate, 2000

Worked with private and public companies, including investment companies, on general corporate, transactional and securities matters; undertook pro bono work through Massachusetts Legal Clinic for the Homeless and Economic Justice Project, mentored student through Citizen Schools Eighth Grade Academy.

GREATER BOSTON LEGAL SERVICES, Boston, Massachusetts

Summer Intern (Housing Unit), 1999

Drafted memorandum on HUD's construction of a federal budget appropriation, contributed to amicus curiae brief to U.S. District Court; drafted memorandum on status of statutory and common-law defenses for the FDIC and the RTC in the First Circuit; interviewed clients, drafted court documents for landlord-tenant disputes, represented a client in a housing authority meeting.

AMERICORPS-VISTA, Boston, Massachusetts

VISTA Volunteer (Massachusetts Housing and Shelter Alliance), 1997-1998

Conducted research on the demographics of homeless youth and administered a statewide shelter census for advocacy on behalf of homeless services organizations; drafted successful grant proposals for MHSA and contributed to a successful federal grant proposal by the Massachusetts Executive Office of Health and Human Services; delivered conference presentations on youth homelessness.

PUBLICATIONS

Articles

Managing Corporate Federalism: The Least-Bad Approach to the Shareholder Bylaw Debate, 36 DELAWARE JOURNAL OF CORPORATE LAW 1 (2011).

Corporate Governance Reform in a Time of Crisis, 36 JOURNAL OF CORPORATION LAW 309 (2011).

Power and Purpose in the "Anglo-American" Corporation, 50 VIRGINIA JOURNAL OF INTERNATIONAL LAW 579 (2010).

Winner, AALS Scholarly Papers Competition, 2010.

States, Markets, and Gatekeepers: Public-Private Regulatory Regimes in an Era of Economic Globalization, 30 MICHIGAN JOURNAL OF INTERNATIONAL LAW 125 (2008).

The Enduring Ambivalence of Corporate Law, 59 ALABAMA LAW REVIEW 1385 (2008).

Culture, Sovereignty, and Hollywood: UNESCO and the Future of Trade in Cultural Products, 40 N.Y.U. JOURNAL OF INTERNATIONAL LAW AND POLITICS 351 (2008).

Good Faith, State of Mind, and the Outer Boundaries of Director Liability in Corporate Law, 41 WAKE FOREST LAW REVIEW 1131 (2006).

Working paper cited in *In re The Walt Disney Co. Derivative Litig.*, No. 411, 2005, 2006 WL 1562466 (Del. June 8, 2006).

To Judge Leviathan: Sovereign Credit Ratings, National Law, and the World Economy, 25 JOURNAL OF PUBLIC POLICY 191 (2005) (peer reviewed). Co-authored with Rawi Abdelal.

Reprinted in Richard Rose, *The Journal of Public Policy in perspective*, 31 JOURNAL OF PUBLIC POLICY 235 (2011).

Hemispheric Integration and the Politics of Regionalism: The Free Trade Area of the Americas (FTAA), 33 UNIVERSITY OF MIAMI INTER-AMERICAN LAW REVIEW 1 (2002).

Book Chapter

UNESCO, the WTO, and Trade in Cultural Products, in *ESSAYS ON THE FUTURE OF THE WORLD TRADE ORGANIZATION*, vol. 1, 385 (Julien Chaisse & Tiziano Balmelli eds., Editions Interuniversitaires Suisses, 2008) (solicited contribution).

Shorter Publications

The Changing Face of Money, 30 REVIEW OF BANKING & FINANCIAL LAW 383 (2010-2011).

Good Faith in Revlon-Land, 55 NEW YORK LAW SCHOOL LAW REVIEW 581 (2010/11) (symposium, New York Law School).

Shareholder Bylaws and the Delaware Corporation, 11 *TRANSACTIONS* 67 (2009)
(panel discussion, Southeastern Association of Law Schools Annual Meeting).

Case Studies and Technical Notes

Attorney-Client Privilege, Harvard Business School note 9-306-013 (Harv. Bus. Sch. Pub., 2005). Co-authored with Lynn Paine.

Bribery in Business: A Legal Perspective, Harvard Business School note 9-306-012 (Harv. Bus. Sch. Pub., 2005). Co-authored with Lynn Paine.

Deception in Business: A Legal Perspective, Harvard Business School note 9-306-019 (Harv. Bus. Sch. Pub., 2005). Co-authored with Lynn Paine.

Dual Class Share Companies, Harvard Business School note 9-306-032 (Harv. Bus. Sch. Pub., 2005). Co-authored with Lynn Paine and Samuel L. Hayes.

European Financial Integration, Harvard Business School note 9-706-010 (Harv. Bus. Sch. Pub., 2005). Co-authored with Rawi Abdelal.

Reprinted in *THE RULES OF GLOBALIZATION*, World Scientific Studies in International Economics (Rawi Abdelal ed., World Scientific, 2008).

Guth v. Loft: Synopsis, Harvard Business School case 9-306-015 (Harv. Bus. Sch. Pub., 2005). Co-authored with Lynn Paine.

Insider Trading Quiz (with answer key), Harvard Business School case 9-306-016, 9-306-017 (Harv. Bus. Sch. Pub., 2005). Co-authored with Lynn Paine.

Legal Compliance Programs, Harvard Business School note 9-306-014 (Harv. Bus. Sch. Pub., 2005). Co-authored with Lynn Paine.

Mall of America, Harvard Business School cases 9-305-068, 9-305-069 (Harv. Bus. Sch. Pub., 2004). Co-authored with Lynn Paine.

Martha Stewart, Harvard Business School cases 9-305-034, 9-305-035, 9-305-036 (Harv. Bus. Sch. Pub., 2004). Co-authored with Lynn Paine.

Note on Insider Trading Liability, Harvard Business School note 9-305-029 (Harv. Bus. Sch. Pub., 2004). Co-authored with Lynn Paine.

Politics and Prudential Supervision: ABN Amro's Bid for Antonveneta, Harvard Business School cases 9-706-009, 9-706-039 (Harv. Bus. Sch. Pub., 2005). Co-authored with Rawi Abdelal.

Reprinted in *THE RULES OF GLOBALIZATION*, World Scientific Studies in International Economics (Rawi Abdelal ed., World Scientific, 2008).

Private Capital and Public Policy: Standard & Poor's Sovereign Credit Ratings, Harvard Business School case 9-705-026 (Harv. Bus. Sch. Pub., 2005). Co-authored with Rawi Abdelal.

Reprinted in THE RULES OF GLOBALIZATION, World Scientific Studies in International Economics (Rawi Abdelal ed., World Scientific, 2008).

Standard & Poor's Sovereign Credit Ratings: Scales and Process, Harvard Business School note 9-705-027 (Harv. Bus. Sch. Pub., 2005). Co-authored with Rawi Abdelal.

Reprinted in THE RULES OF GLOBALIZATION, World Scientific Studies in International Economics (Rawi Abdelal ed., World Scientific, 2008).

Other Publications

Para-Images: The Shapes of Identity in The Grass is Singing, 19 DORIS LESSING NEWSL. 3 (1998) (now DORIS LESSING STUD.).

Ten (Non-Legal) Books on My Bookshelf, 6:3 TEX. TECH U. L. LIBR. NEWSL. 3 (2007).

Work in Progress

CORPORATE GOVERNANCE IN THE COMMON-LAW WORLD: THE POLITICAL FOUNDATIONS OF SHAREHOLDER POWER. Book manuscript in preparation. Cambridge University Press (under contract).

PRESENTATIONS AND PANEL DISCUSSIONS

"Corporate Governance, the Rule of Law, and Russia's Economic Development," panel presentation for "The Dictatorship of Law: The Khodorkovsky Case, Human Rights and the Rule of Law in Russia," Association of American Law Schools Annual Meeting, Washington, DC, Jan. 6, 2012.

"Corporate Governance in the Common-Law World," faculty enrichment workshop presentation, Florida State University College of Law, Tallahassee, Florida, Nov. 15, 2011.

"Agency and the Ontology of the Corporation," Washington and Lee Law Review Student Note Colloquium, Washington and Lee University School of Law, Sept. 29, 2011 (comment on student law review note).

"The Euro in Crisis," German Law Journal Discussion, Washington and Lee University School of Law, Sept. 12, 2011.

"Federalism and Corporate Governance," panel presentation at the Southeastern Association of Law Schools Annual Meeting, Hilton Head Island, South Carolina, July 28, 2011.

"Corporate Governance in the Common-Law World: The Political Foundations of Shareholder Power," faculty seminar, Centre for Corporate Law and Securities Regulation, Centre for Employment & Labour Relations Law, Melbourne Law School, Melbourne, Australia, June 30, 2011.

"Corporate Governance in the Common-Law World," faculty seminar, Sydney Law School, Sydney, Australia, June 23, 2011.

- "Corporate Governance Reform in a Time of Crisis," Corporate Governance Seminar Series 2011: International Regulatory Responses to the Global Financial Crisis, Sydney Law School, Sydney, Australia, June 14, 2011.
- "Corporate Governance in the Common-Law World," Faculty Spotlight presentation, Law Council Meeting, Washington and Lee University School of Law, Apr. 15, 2011.
- "Corporate Governance in the Common-Law World," faculty colloquium presentation at Boston College Law School, Jan. 28, 2011.
- "Corporate Governance Reform in a Time of Crisis," presentation for the Globalization and Financial Regulation Colloquium Series, Indiana University-Bloomington Maurer School of Law, Oct. 5, 2010.
- "Panel on Shareholders' Role in Corporate Governance," Southeastern Association of Law Schools Annual Meeting, Palm Beach, Florida, Aug. 2, 2010.
- "Duty of Care and Duty of Loyalty," presentation at the Russian-American Conference on Corporate Disputes, North-Caucasus Academy for State Service, Rostov-on-Don, Russian Federation, July 15, 2010.
- "Topical Issues of Corporate Law," panel discussion at the Ministry of Economic Development of the Russian Federation, Moscow, July 13, 2010.
- "Fiduciary Duties of Care and Loyalty," presentation at the roundtable discussion on "Corporate Law Issues in Russia and United States of America," Supreme Arbitrazh Court of the Russian Federation, Moscow, July 12, 2010.
- "Administration Update: How the Obama Presidency Affects Legal Practice," panel discussion sponsored by the American Constitution Society, Washington and Lee University School of Law, Mar. 30, 2010.
- "Caremark and the Prevention of Corporate Fraud and Other Forms of Illegal Conduct," panel discussion, Weinberg Center for Corporate Governance, Lerner College of Business & Economics, University of Delaware, Mar. 25, 2010.
- "Understanding the Financial Crisis: Reform Efforts," panel discussion sponsored by the American Constitution Society and the Business Law Society, Washington and Lee University School of Law, Mar. 22, 2010.
- "Understanding the Financial Crisis: Overview," presentation sponsored by the American Constitution Society and the Business Law Society, Washington and Lee University School of Law, Mar. 16, 2010.
- "Corporate Governance Reform in a Time of Crisis," faculty working paper presentation, Washington and Lee University School of Law 2010 Faculty Enclave, Mar. 1, 2010.

- "Power and Purpose in the 'Anglo-American' Corporation," 2010 Association of American Law Schools Scholarly Papers Competition award presentation, New Orleans, Louisiana, Jan. 8, 2010.
- "Power and Purpose in the 'Anglo-American' Corporation," faculty working paper presentation, Virginia Junior Faculty Forum, University of Richmond School of Law, Dec. 8, 2009.
- "The Delaware Duty of Good Faith after *Stone v. Ritter* and *Lyondell v. Ryan*," panel discussion at the symposium "The Delaware Fiduciary Duty of Good Faith after Disney: Meaningful or Mickey Mouse?," New York Law School Center on Business Law and Policy, Nov. 13, 2009.
- "Power and Purpose in the 'Anglo-American' Corporation," faculty working paper presentation, University of Cincinnati College of Law, Oct. 9, 2009.
- "Corporate and Securities Roundtable Discussion," Southeastern Association of Law Schools Annual Meeting, Palm Beach, Florida, Aug. 5, 2009.
- "Power and Purpose in the 'Anglo-American' Corporation," seminar presentation, Oxford University, May 27, 2009.
- "U.S. Supreme Court and Legislative Update: Corporate, Civil Litigation, Administrative and Business Issues," panel presentation at the Southeastern Association of Law Schools Annual Meeting, Palm Beach, Florida, July 28, 2008.
- "States, Markets, and Gatekeepers: Public-Private Regulatory Regimes in an Era of Economic Globalization," presentation at the inaugural conference of the Society of International Economic Law (New Horizons of International Economic Law), Geneva, Switzerland, July 16, 2008.
- "States, Markets, and Gatekeepers: Public-Private Regulatory Regimes in an Era of Economic Globalization," presentation at the conference on Theorising the Global Legal Order, Swansea, Wales, May 21, 2008.
- "States, Markets, and Gatekeepers," faculty working paper presentation at Texas Tech University School of Law, Apr. 3, 2008.
- "Raising Capital for Small Businesses: An Overview of Exempt Securities Offerings in Texas," presentation at the West Texas General Practice Symposium, Texas Tech University School of Law, Mar. 7, 2008.
- "The Enduring Ambivalence of Corporate Law," faculty working paper presentation at Texas Tech University School of Law, Nov. 1, 2007.
- "Preparing Us for Practice," panel presentation, Business & Bankruptcy Law Association, Texas Tech University School of Law, Sept. 27, 2007.
- "Culture, Sovereignty, and Hollywood," presentation at the Southeastern Association of Law Schools Annual Meeting (New Scholars Workshop), Amelia Island, Florida, July 31, 2007.

“Planet Hollywood: The American Film Industry and Global Media Markets,” presentation to the Corporate and Bankruptcy Law Society, Texas Tech University School of Law, Apr. 10, 2007.

“UNESCO’s Convention on the Protection and Promotion of the Diversity of Cultural Expressions,” presentation at the International Conference on Business, Law and Technology, Copenhagen, Denmark, Dec. 6, 2006.

“Culture, Sovereignty, and Hollywood,” faculty working paper presentation at Texas Tech University School of Law, Nov. 27, 2006.

“The Link Between Rating Agencies, Foreign Capital, and Domestic Policy,” presentation at Escuela de Graduados en Administración Pública y Política Pública (EGAP), Tecnológico de Monterrey, Mexico City, Mexico, Apr. 19, 2006 (Mexico Program, John F. Kennedy School of Government, Harvard University).

“The Language of Credit Risk: Sovereign Ratings and Capital Markets,” presentation at Tecnológico de Monterrey, Mexico City, Mexico, Apr. 20, 2006 (Mexico Program, John F. Kennedy School of Government, Harvard University).

SERVICE

WASHINGTON AND LEE UNIVERSITY SCHOOL OF LAW, Lexington, Virginia

Faculty Representative to the Board of Trustees, 2011–present

Dean Search Committee, 2011–present

Frances Lewis Law Center Committee, 2010–present

Independent Study Committee, 2009–present

Discrimination Policy Adviser, 2010–present

Advisor, Business Law Society, 2009–2010

TEXAS TECH UNIVERSITY SCHOOL OF LAW, Lubbock, Texas

Personnel Committee, 2007–2008

Honor Council, 2006–2009

Library Committee, 2006–2007

Grade Appeals Committee, 2006–2007

Program Advisor, Business Law Certificate Program, 2007–2009

Advisor, Business and Bankruptcy Law Association, 2007–2009

Co-Coach, Philip C. Jessup International Law Moot Court Team, 2007–2008

ASSOCIATION OF AMERICAN LAW SCHOOLS

Special Committee to Review Scholarly Papers, 2010

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS

New Scholars Committee, 2007–present

**U.S. RUSSIA FOUNDATION FOR ECONOMIC ADVANCEMENT AND THE
RULE OF LAW (USRF)**

Traveled to the Russian Federation during the week of July 12, 2010 to participate in discussions at the Supreme Arbitrazh (Commercial) Court and the Ministry of Economic Development regarding Russian corporate law reform efforts and potentially useful models from U.S. corporate and securities law; spoke at a conference for commercial court judges from the North Caucasus region.

BAR ADMISSION

Commonwealth of Massachusetts, 2002-present