

Kimberly D. Krawiec

Duke University Law School
Science Drive and Towerview Road
Durham NC 27708
919-613-7006
krawiec@email.unc.edu

EXPERIENCE

COURSES:

Business Associations
Securities Regulation
Financial Derivatives
Corporate Crime

Corporate Finance
Advanced Seminars in
Securities and Derivatives
Issues

Taboo Trades and
Forbidden Markets
Theories of Governance
and Civic Association

Duke Law School, Durham NC
July 2009-Present
Professor of Law

University of North Carolina School of Law, Chapel Hill NC
August 2001-July 2009
Professor of Law

University of Virginia School of Law
January 2005-May 2005
Visiting Professor of Law

Georgetown University Law Center
August 2004-December 2004
Visiting Professor of Law

Harvard Law School
August 2003-May 2004
Bruce W. Nichols Visiting Professor of Law

University of Pennsylvania School of Law Philadelphia, PA
January 2001 - May 2001
Visiting Professor of Law

University of California at Los Angeles School of Law Los Angeles, CA
August 2000 - December 2000
Visiting Professor of Law

Northwestern University School of Law Chicago, IL
August 1999 - May 2000
Visiting Associate Professor of Law

University of Oregon School of Law Eugene, OR
August 1997 - May 2001
Associate Professor of Law with Tenure

University of Tulsa College of Law Tulsa, OK
August 1995 - August 1997
Assistant Professor of Law

Sullivan & Cromwell New York, NY
October 1992 - August 1995, Summer 1991
Associate, Commodity and Derivatives Group

PUBLICATIONS

Price and Pretense in The Baby Market, in **BABY MARKETS: MONEY, MORALS, AND THE NEOPOLITICS OF CHOICE** (*forthcoming*, Cambridge University Press, 2009).

Sunny Samaritans & Egomaniacs: Price-Fixing in the Gamete Market, 72 **L. & CONTEMP. PROBS.** (*forthcoming*, Summer 2009).

Show Me The Money: Making Markets in Forbidden Exchange, 72 **L. & CONTEMP. PROBS.** (*forthcoming*, Summer 2009).

Why We Should Ignore the "Octomom," **NW. U. L. REV. COLLOQUY** (*forthcoming*, 2009)

The Return of the Rogue, 51 **AZ. L. REV.** 127 (2009).

Altruism and Intermediation in the Market for Babies, 66 **WASH. & LEE L. REV.** 203 (2009).

Operational Risk Management: An Emergent Industry, in **OPERATIONAL RISK TOWARDS BASEL III: BEST PRACTICES AND ISSUES IN MODELING, MANAGEMENT AND REGULATION** (John Wiley and Sons, 2009).

Signaling Through Board Diversity: Is Anyone Listening? 77 **U. CINN. L. REV.** 431 (2008) (with Lissa Broome).

Incomplete Contracts in a Complete Contract World, 33 **FL. ST. L. REV.** 725 (2006) (with Scott Baker).

Common Law Disclosure Duties and the Sin of Omission: Testing the Meta-Theories, 91 VA. L. REV. 1795 (2005) (with Kathryn Zeiler).

Organizational Form as Status and Signal, 40 WAKE FOREST L. REV. 977 (2005).

The Economics of Limited Liability: An Empirical Study of New York Law Firms, 2005 U. ILL. L. REV. 107 (2005) (with Scott Baker).

Organizational Misconduct: Beyond the Principal-Agent Model, 32 FL. ST. L. REV. 571 (2005).

The Penalty Default Canon, 72 GEO. WASH. L. REV. 663 (2004) (with Scott Baker).

Cosmetic Compliance and the Failure of Negotiated Governance, 81 WASH. U. L. Q. 487 (2003).

Fairness, Efficiency & Insider Trading: Deconstructing the Coin of the Realm in the Information Age, 95 NW. U. L. REV. 443 (2001).

Foreword, The Regulation of Derivatives and Other Complex Financial Products, 21 NW. J. INT'L. L. & BUS. 565 (2001).

Privatizing "Outsider Trading," 41 VA. J. INT'L. L. 693 (2001).

Derivatives on TV: A Tale of Two Derivatives Debacles in Prime Time, 4 GREEN BAG 2d 257 (2001) (with Peter H. Huang & Frank Partnoy).

Accounting for Greed: Unraveling the "Rogue Trader" Mystery, 72 OR. L. REV. 301 (2000).

Derivatives, Corporate Hedging and Shareholder Wealth: Modigliani-Miller Forty Years Later, 1998 U. ILL. L. REV. 201 (1999)

Don't Ask, Just Tell: Insider Trading After United States v. O'Hagan, 84 VA. L. REV. 153 (1998) (with Richard Painter and Cindy Williams)

More Than Just New Financial Bingo: A Risk-based Approach to Understanding Derivatives, 23 J. CORP. L. 1 (1997)

SEC Promulgates New Insider Trading Rules, 15 BNA CORP. COUNSEL WEEKLY 8 (Nov. 1, 2000) (with Richard W. Painter).

Building the Basic Course Around Intra-Firm Relations, 34 GA. L. REV. 785 (2000).

Fiduciaries, Misappropriators and the Murky Outlines of the Den of Thieves: A Conceptual Continuum for Analyzing United States v. O'Hagan, 33 TULSA L. J. 163 (1997) (Symposium)

Corporate Debt Restructurings in Mexico: For Foreign Creditors, Insolvency Law Is Only Half the Story, 17 N.Y.L. SCH. J. INT'L. & COMP. L. 481 (1997) (Symposium)

Gustafson v. Alloyd Co.: The Wrong Decision, But it is Still Business As Usual in the Securities Markets, 31 TULSA L. J. 509 (1996) (Symposium)

Electronic Surveillance, 79 GEO. CRIM. PROC. PROJECT 678 (1991)

WORKING PROJECTS

Board Diversity & Corporate Performance: Filling in the Gaps (with Lissa Broome & John Conley). **Project Description:** This study seeks to fill gaps in our understanding of whether and how the racial and gender diversity of corporate boards of directors impacts board processes and corporate performance, through a series of in-depth interviews with approximately 75 corporate directors, senior executives, executive search firms, activists, shareholders, and regulators.

SELECTED RECENT CONFERENCES AND SPEAKING ENGAGEMENTS

Faculty Workshops (*Operational Risk Management*, 2008-09): Duke Law School-Fuqua School of Business, University of Arizona Law School

Faculty Workshops (*Sunny Samaritans & Egomaniacs*, 2008-09): University of Chicago, Duke, Indiana-Bloomington, University of Iowa, UC Irvine, UCLA, and University of Oregon law schools

Presenter, *The Opposite(s) of Property*, Duke Law School (Jan. 17, 2009)

Commenter, *3rd Annual Law & Entrepreneurship Retreat*, Drexel University School of Law (Oct. 24, 2008)

Presenter, *The (Dys)functional Board: Causes and Cures*, University of Cincinnati School of Law (March 14, 2008)

Faculty Workshops (*Board Diversity & Corporate Performance*, 2007-08): University of Alabama, Duke University Law & Markets Speaker Series, University of North Carolina

Faculty Workshops (*Price and Pretense in the Baby Market*, 2006-07): University of Alabama, University of Illinois, Vanderbilt University, Washington & Lee University, and the University of North Carolina Schools of Law

Presenter, *Baby Markets: Money, Morals, and the Neopolitics of Choice*, DePaul University College of Law (November 10, 2006)

Faculty Workshops (*Organizational Form as Status and Signal*, 2005): University of Virginia School of Law

Presenter, *The Future of Closely Held Business Entities*, at Wake Forest University School of Law (April 15, 2005)

Presenter, *Default Rules in Public and Private Law*, at Florida State University School of Law (March 25, 2005)

Faculty Workshops (*Common Law Disclosure Duties and the Sin of Omission*, 2004-2005): University of Virginia School of Law, Georgetown University Law School, Cornell Law School, Lewis & Clark Law School, Washington University School of Law, University of Illinois School of Law, Emory Law School

Faculty Workshops (*The Economics of Limited Liability*, 2003-2004): Georgetown University Law Center, Fordham University School of Law, Harvard Law School

Faculty Workshops (*Organizational Misconduct: Beyond the Principal-Agent Model*, 2003-2004): Harvard Business School, Boston University School of Law, Roger Williams School of Law

Presenter, *Enron and What Has Gone Wrong With Corporate Culture* at the 2004 American Constitutional Society Annual Convention (June 18, 2004)

Presenter, *Uncorporations: A New Age?*, University of Illinois School of Law (April, 2004)

Presenter, *The Behavioral Analysis of Legal Institutions*, Florida State Univ. (March 26-27, 2004)

Faculty Workshops (*The Penalty Default Canon*, 2003-2004): Georgetown University Law Center, Florida State University School of Law, The University of North Carolina School of Law, University of Cincinnati School of Law

Commentator, *Eugene P. and Delia S. Murphy Conference on Corporate Law*, Fordham Univ. School of Law (Nov. 21, 2003)

Presenter, *Law and Society Annual Meeting*, Pittsburgh, PA (June 2003)

Presenter, *F. Hodge O'Neal Corporate and Securities Law Symposium*, Washington University School of Law (Feb. 21, 2003)

COMPETITIVE GRANTS, FELLOWSHIPS, AND AWARDS

University of North Carolina Pogue Leave (awarded fall 2008 leave with full salary)

Robertson Scholars Collaboration Fund Grant (awarded \$3600 to support the Duke-UNC Law & Finance Speaker Series for spring 2008; awarded \$1900 to support the Duke-UNC Law & Finance Speaker Series for Spring 2009)

Corporate Practice Commentator's Best Corporate and Securities Law Articles of 1999 (for *Derivatives, Corporate Hedging and Shareholder Wealth*)

Robert Childres Memorial Award for Teaching Excellence (1999-2000, Northwestern University School of Law)

Nominee, University of Tulsa Outstanding Teacher Award (1996)

EDUCATION

Georgetown University Law Center Washington, DC

J.D., *Cum Laude*, May 1992

Honors/Awards: Georgetown Law Journal

American Jurisprudence Award (Contracts)
Legal Research and Writing Honors
Dean's List

North Carolina State University Raleigh, NC
B.A., *Cum Laude*, May 1987

OTHER PROFESSIONAL ACTIVITIES

Commentator, Central and East European Law Initiative (CEELI) of the American Bar Association (1997 - Present)

*Reviewed and commented on the Draft Law on Public Offering of Securities for the Republic of Bulgaria

*Reviewed and commented on the Draft Law on Derivative Securities for the Ukraine

Faculty, *NASD Institute for Professional Development*, Wharton School of Business (2001 - 2002) (Philadelphia PA)

United States v. O'Hagan, cert. granted by 117 S.Ct. 759 (Jan. 13, 1997), Brief Amicus Curiae in Support of Respondent (with Richard Painter and Cindy Williams)

Hille v. Storaska, et. al., NASD Office of Dispute Resolution, No. 98-04063 (Consultant and expert witness for claimants, Jo Bob and Mary Ann Hille) (April, 1999 - May 2000) (Churning and suitability issues)

Tubular Corporation of America, Inc., et. al. v. Tyler-Dawson Supply Company, Tulsa County District Court, Civ. No. C-83-570-Wiseman (Consultant and expert witness for defendant, Bank of America Illinois) (Nov. 1996-Jan. 1997) (registration, private placement exemption, rule 144 resale, prospectus delivery and antifraud issues)

LawyersEd.com, Board of Advisors and Content Writer/Reviewer (March 2000 - 2003)

Co-Editor, Oregon Business Law Digest (1997-2001)

Executive Committee, Business Law Section of the Oregon State Bar (1997-2001)

PROFESSIONAL MEMBERSHIPS/BAR ADMISSIONS

American Bar Association

Business Law Section

Securities Law Section

Air and Space Law Section

American Law and Economics Association

Law and Society Association

State Bar of New York (Admitted 1993)

UNIVERSITY SERVICE (since 2000)

Kenan-Flagler Business School, Dean Search Committee (2007-08)

Chair, Faculty Workshop Committee (2006-8)

Appointments Committee (1996-97, 2001-2003)

Academic Standing Committee (1998-2001)

Lectures and Awards Committee (1998-2001)

Chair, Year 2000 Conference Planning Committee (1998-2000)

Planned, organized and retained speakers and panelists for a conference on “New and Critical Approaches to Law and Economics” to celebrate the new law school building opened in the academic year 1999-2000)