

WILLIAM K. SJOSTROM, JR.
James E. Rogers College of Law
The University of Arizona
1201 E Speedway Boulevard
Tucson, AZ 85721-0176
520-870-2860 (mobile)
sjostromw@gmail.com

ACADEMIC APPOINTMENTS

James E. Rogers College of Law
The University of Arizona
Professor of Law (with tenure), Fall 2009-

Courses: Business Organizations, Business Planning, Mergers & Acquisitions,
Securities Regulation, Contracts

Salmon P. Chase College of Law,
Northern Kentucky University, Highland Heights, Kentucky
Professor of Law (with tenure), 2008-2009
Associate Professor of Law, 2006-2008
Assistant Professor of Law, 2002-2006

Courses: Corporations, Contracts, Securities Regulation, Mergers &
Acquisitions, Contract Drafting

ARTICLES

The Intersection of Fee-Shifting Bylaws and Securities Fraud Litigation, 93 WASH.
U. L. REV. 379 (2015) (symposium contribution).

Afterword to The AIG Bailout, 72 Wash. & Lee L. Rev. 795 (2015).

Teaching Business Organizations from a Transactional Perspective, 59 St. Louis
U. L.J. 777 (2015) (invited submission).

Direct Private Placements, 102 KY. L.J. 947 (2014) (symposium contribution).

Rebalancing Private Placement Regulation, 36 SEATTLE U. L. REV. 1143 (2012)
(symposium contribution).

Questioning the 500 Equity Holder Trigger, HARV. BUS. L. REV. ONLINE (2011).

A Brief History of Hedge Fund Adviser Registration and Its Consequences for Private Equity and Venture Capital Advisers, HARV. BUS. L. REV. ONLINE (2011)

The Untold Story of Underwriter Compensation Regulation, 44 UC DAVIS L. REV. 625 (2010).

The AIG Bailout, 66 WASH. & LEE L. REV. 943 (2009), reprinted in CORPORATE PRACTICE COMMENTATOR (2010).

Carving a New Path to Equity Capital and Share Liquidity, 50 B.C. L. REV. 639 (2009), reprinted in SECURITIES LAW REVIEW (2010).

The Birth of Rule 144A Equity Offerings, 56 UCLA L. REV. 409 (2008).

The Truth About Reverse Mergers, 3 ENTREPRENEURIAL BUS. L.J. 743 (2008) (symposium contribution), reprinted in TAKE OVER REGULATION: A LEGAL PERSPECTIVE (2008).

Majority Voting for the Election of Directors, 40 CONN. L. REV. 459 (2007) (with Young Sang Kim).

PIPEs, 2 ENTREPRENEURIAL BUS. L.J. 381 (2007) (invited submission).

The Case Against Mandatory Annual Director Elections and Shareholders' Meetings, 74 TENN. L. REV. 197 (2007).

The Due Diligence Defense under Section 11 of the Securities Act of 1933, 44 BRANDEIS L.J. 549 (2006) (invited submission).

Tapping the Reservoir: Mutual Fund Litigation under Section 36(a) of the Investment Company Act of 1940, 54 U. KAN. L. REV. 251 (2005).

Relaxing the Ban: It's Time to Allow General Solicitation and Advertising in Exempt Offerings, 32 FLA. ST. U. L. REV. 1 (2004).

Going Public Through an Internet Direct Public Offering: A Sensible Alternative for Small Companies?, 53 FLA. L. REV. 529 (2001).

[most of the above articles can be downloaded at
<http://papers.ssrn.com/author=342221>]

BOOKS AND CHAPTERS IN BOOKS

CONTRACT LAW: AN INTEGRATED APPROACH (expected 2019) (with M. Ertman and D. Threedy).

BUSINESS ORGANIZATIONS: A TRANSACTIONAL APPROACH (1st ed. 2013, 2nd ed. 2015, 3rd ed. 2019 (in process)).

MERGERS AND ACQUISITIONS LAW (2014).

AN INTRODUCTION TO CONTRACT DRAFTING (1st ed. 2012 & 2nd ed. 2013).

PIPE: Private Investment in Public Equity, in CAPITAL STRUCTURE AND CORPORATE FINANCING DECISIONS 401(H. Kent Baker & Gerald S. Martin eds., 2011).

Private Investments in Public Equity, in Q-FINANCE: THE ULTIMATE RESOURCE 560 (2009).

ADDITIONAL PUBLICATIONS

The Fall of AIG, The New Palgrave Dictionary of Economics Online (2011)

PIPE Financing, 27 BANKING & FIN. SERVICES POL'Y REP. 13 (2008).

The Frequency of Shareholders' Meetings for the Election of Directors: Let the States Set the Rules, 15 CORP. GOV. ADVISOR (2007).

EDUCATION

Notre Dame Law School, Notre Dame, Indiana

J.D., *Magna Cum Laude*, 1996

- Research and Special Projects Editor, *Notre Dame Law Review*, vol. 71
- Staff Member, *Notre Dame Law Review*, vol. 70
- Dean's Scholar, 1995-1996
- Dean's List, all semesters

University of Illinois, Urbana/Champaign, Illinois

B.S. (Finance), High Honors, 1991

SELECT PRESENTATIONS

Speaker, Issues Surrounding Negotiations and Settlements in the #MeToo Era (State Bar of Arizona CLE, Tucson, AZ, Dec. 4, 2018).

Speaker, The Intersection of Fee-Shifting Bylaws and Securities Fraud Litigation (21st Annual Institute for Law and Economic Policy Conference, Scottsdale, AZ, Apr. 17, 2015).

Speaker, Direct Private Placements (Kentucky Law Journal Securities Symposium, Univ. of Kentucky, College of Law, Oct. 11, 2013).

Speaker, Benefit Corporation Legislation (State Bar of Arizona Board Governors Meeting, State Bar Headquarters, January 25, 2013).

Panelist, The Benefit Corporation Movement (Executive Ethics Symposium, Univ. of Arizona, Eller College of Management, Aug. 24, 2012).

Speaker, Rethinking Private Placement Liability (Berle IV, Faculty of Laws, Univ. College of London, Jun. 14 & 15, 2012).

Speaker, Rethinking Private Placement Liability (Ohio State Entrepreneurial Business Law Journal Annual Symposium, Ohio State Univ., Michael E. Moritz College of Law, Apr. 13, 2012).

Discussant, Current Issues of Executive Compensation in the Financial Industry (Univ. of Arizona, James E. Rogers College of Law, Apr. 9, 2012).

Panelist, Dodd–Frank Wall Street Reform and Consumer Protection Act, (Business Law Section of the Arizona Bar Association, Phoenix, Arizona, Jun. 16, 2011).

Speaker, AIG Bailout: Regulatory and Supervisory Lessons (26th PROGRESS International Seminar, International Association for the Study of Insurance Economics, Montreux, Switzerland, Apr. 16, 2010).

Panelist, Academic Perspectives on the SEC's "Accredited Investor" Definition (SEC Government-Business Forum on Small Business Capital Formation, Washington, D.C., Nov. 19, 2009).

Commentator, The Corporate Law Center 22nd Annual Symposium (University of Cincinnati College of Law, Apr. 3, 2009).

SERVICE

- Executive Committee, Association of American Law Schools, Securities Regulation Section (2009-13, Chair 2011-12).
- Director, Business Law Program (2013-15, 2018-)
- Director, Sports Law Program (2014-)
- Law School Committees: Appointments (Chair 2011-12, 2015-16), Promotion and Tenure (2010-11, Chair 2012-13, 2015-16, 2018-19), Curriculum (2004-05, 08, 14-15), Academic Standing (2004-06), and Faculty Development (2002-04)
- Transactional LawMeet team advisor, 2011-.

PROFESSIONAL EXPERIENCE

Fredrikson & Byron, P.A., Minneapolis, MN, 1996-1999; 2001-2002

Associate and Senior Associate

Practice included:

- public and private securities offerings
- mergers and acquisitions
- SEC reporting and compliance
- venture capital
- business start-ups
- commercial contracts

Genmar Holdings, Inc., Minneapolis, MN, 1999-2001

Assistant General Counsel

Responsibilities included:

- corporate finance
- mergers and acquisitions
- corporate governance
- international business transactions
- patents, trademarks and copyrights
- commercial contracts

JSS Investments, Chicago, IL, 1991-1993

Floor Manager and Trader, Chicago Board Options Exchange