

CURRICULUM VITAE
STEFAN J. PADFIELD
Professor, University of Akron School of Law

PROFESSIONAL EXPERIENCE

- 2013-present Professor, University of Akron School of Law
- 2010-13 Associate Professor, University of Akron School of Law
- 2005-10 Assistant Professor, University of Akron School of Law
- 2008 Thomas G. Byers Memorial Award for Outstanding Faculty Publication
- 2004-05 Law Clerk to the Honorable William E. Smith
U.S. District Court, Providence, Rhode Island
- 2002-04 Corporate Associate, Cravath, Swaine & Moore LLP, NY, NY
- 2001-02 Law Clerk to the Honorable John R. Gibson
U.S. Court of Appeals for the Eighth Circuit, Kansas City, MO
- 1992-98 Staff Sergeant, United States Army
Alaska & Ft. Leavenworth, KS
- 1991-92 Special Sales Agent, The Prudential
Providence, Rhode Island

EDUCATIONAL BACKGROUND

- 2001 J.D., University of Kansas School of Law
- Three-year, full-tuition Rice Scholarship recipient
 - Order of the Coif
 - Faculty Award for Outstanding Scholastic Achievement
 - Robert E. Edmonds Prize in Corporation and Securities Law
 - Symposium Editor, Law Review
 - National Moot Court Team Member (Regional 1st Place Team)
- 1990 B.A., Psychology, Brown University
- Teaching Assistant
 - Residential Counselor

SUBJECTS TAUGHT

- Basic (Unincorporated) Business Associations
- Securities Regulation
- Corporations
- Mergers & Acquisitions
- Torts (fall 2013)

PUBLICATIONS

- *The History of Economic Thought: A Concise Treatise for Business, Law & Public Policy*, co-authored with Prof. Robert Ashford (Business Expert Press) (accepted book proposal).
- *Killing Corporations to Save Humans: How Corporate Personhood, Human Rights, and the Corporate Death Penalty Intersect* (invited book chapter) (forthcoming).
- *Corporate Social Responsibility & Concession Theory*, 6 WILLIAM & MARY BUS. L. REV. 1 (2015).
 - Cited 16 times as one of the top ten papers in various SSRN e-journals.
- *Citizens United, Concession Theory & Corporate Social Responsibility*, 62 UCLA L. REV. DISCOURSE 84 (2014).
- *Rehabilitating Concession Theory*, 66 OKLA. L. REV. 327 (2014).
 - Cited 15 times as one of the top ten papers in various SSRN e-journals.
- *The Silent Role of Corporate Theory in the Supreme Court's Campaign Finance Cases*, 15 U. PA. J. CONST. L. 831 (2013).
 - Cited 18 times as one of the top ten papers in various SSRN e-journals.
- *The Dodd-Frank Corporation: More Than a Nexus of Contracts*, 114 W. VA. L. REV. 209 (2011).
 - Cited 5 times as one of the top ten papers in various SSRN e-journals.
- *Securities Regulation: Credit Suisse Securities (USA) LLC v. Simmonds*, 38 PREVIEW OF UNITED STATES SUPREME COURT CASES 116 (Nov. 28, 2011).
- *Citizens United and the Nexus-of-Contracts Presumption*, HARVARD BUSINESS LAW REVIEW ONLINE (Jan. 18, 2011), available at <http://www.hblr.org/2011/01/citizens-united-and-the-nexus-of-contracts-presumption/>.
- *Freedom of Information Act: FCC v. AT&T*, 38 PREVIEW OF UNITED STATES SUPREME COURT CASES 156 (Jan. 10, 2011).

PUBLICATIONS (cont.)

- *Immaterial Lies: Condoning Deceit in the Name of Securities Regulation*, 61 CASE W. RES. L. REV. 143 (2010).
 - Cited 18 times as one of the top ten papers in various SSRN e-journals.
- *Finding State Action When Corporations Govern*, 82 TEMP. L. REV. 703 (2009).
 - Cited 5 times as one of the top ten papers in various SSRN e-journals.
- *An argument for reduced dependence on materiality in dismissing frivolous lawsuits*, 2:4 SECURITIES LAW, REGULATION & COMPLIANCE 380-88 (2009).
- *Is Puffery Material to Investors? Maybe We Should Ask Them*, 10 U. PA. J. BUS. & EMP. L. 339 (2008).
 - Cited and discussed in Cox, Hillman & Langevoort, *Securities Regulation: Cases and Materials* 608 (6th Ed. 2009).
 - Selected by the University of Akron Law Alumni Association for the 2008 Thomas G. Byers Memorial Award for Outstanding Faculty Publication.
 - Excerpted in Akron Law Magazine.
- *Who Should Do the Math? Materiality Issues in Disclosures That Require Investors to Calculate the Bottom Line*, 34 PEPP. L. REV. 927 (2007).
 - Reprinted in SECURITIES LAW REVIEW 2008.
- *In Search of a Higher Standard: Rethinking Fiduciary Duties of Directors of Wholly-Owned Subsidiaries*, 10 FORDHAM J. CORP. & FIN. LAW 79 (2004).
- Comment, *Self-Incrimination and Acceptance of Responsibility in Prison Sex Offender Treatment Programs*, 49 U. KAN. L. REV. 487 (2001).

PUBLIC PRESENTATIONS

- **2015-2016**
 - Invited participant, *Socio-Economics: Broadening the Economic Debate*, Society of Socio-Economists Annual Meeting Program (Jan. 11, 2016).
 - Invited participant, *The Future of Socio-Economics*, AALS Section on Socio-Economics, AALS Annual Meeting (Jan. 9, 2016).
 - Invited panelist, *Death of the Firm - Part 1: Vulnerabilities and the Changing Structure of Employment*, AALS Section on Socio-Economics, AALS Annual Meeting (Jan. 9, 2016).

PUBLIC PRESENTATIONS (cont.)

- **2014-2015**
 - Panelist, *Socio-Economic Theory*, Society of Socio-Economists Annual Meeting (Jan. 6, 2015).
 - Moderator, *The Role of Corporate Personality Theory in Regulating Corporations*, AALS Section on Socio-Economics, AALS Annual Meeting (Jan. 5, 2015).
 - Panelist, *Supreme Court Roundup*, University of Akron School of Law (Sep. 16, 2014).

- **2013-2014**
 - Invited panelist, Conference and Micro-Symposium on Competing Theories of Corporate Governance, presented by the UCLA School of Law Lowell Milken Institute for Business Law and Policy (April 12, 2014).
 - Invited to present Work-in-Progress at Faculty Workshop Series at University of Toledo College of Law (Apr. 3, 2014).
 - Invited to participate in the Spring 2014 Regional Faculty Workshop at Valparaiso University Law School (Mar. 21, 2014).
 - Invited panelist, Open Forum on Socio Economics, 2014 AALS Annual Meeting (Jan. 5, 2014).

- **2012-2013**
 - Presented Work-in-Progress at Central States Law Schools Association Conference (Oct. 22, 2012).
 - Presented Work-in-Progress at Faculty Workshop Series at University of Toledo College of Law (Oct. 17, 2012).

PUBLIC PRESENTATIONS (cont.)

- **2011-2012**
 - Presented Work-in-Progress at National Business Law Scholars Conference (June 28, 2012).
 - Presented Work-in-Progress at Law and Society Association Annual Meeting (June 8, 2012).
 - Presented Work-in-Progress at Faculty Workshop Series at University of Akron School of Law (Feb. 22, 2012).
 - Presented Work-in-Progress at Central States Law Schools Association Annual Scholarship Conference at University of Toledo College of Law (Oct. 29, 2011).
 - Panelist, *Taking Your Scholarship to the Next Level: Books, Consulting, Commentary*, Central States Law Schools Association Annual Scholarship Conference, University of Toledo College of Law (Oct. 28, 2011).
 - CLE Presentation (Panel), *Dodd-Frank: One Year Later*, 2011 Ohio Securities Conference (Oct. 21, 2011).
 - Presented Work-in-Progress, *The Silent Role of Corporate Theory in the Supreme Court's Campaign Finance Cases*, at the University of Dayton School of Law (Oct. 11, 2011).

- **2010-2011**
 - Presented Work-in-Progress, *The Silent Role of Corporate Theory in the Supreme Court's Campaign Finance Cases*, at the Midwest Corporate Law Scholars Conference (June 15, 2011).
 - CLE presentation, *Citizens United and the Role of Corporations in Society*, Stark County Bar Association 2011 Law Day Seminar (May 4, 2011).
 - Presented comments in response to *Citizens United's Effect on the 2010 Election* by Professor Brad Smith, at Akron University School of Law (Mar. 2, 2011).
 - Presented Work-in-Progress, *The Dodd-Frank Corporation: More Than a Nexus of Contracts*, at the Chapman Law Review Symposium, *From Wall Street to Main Street: The Future of Financial Regulation* (Jan. 28, 2011).
 - Panelist, *Citizens United v. FEC*, co-hosted by the University of Akron School of Law and the West Virginia University School of Law via Skype (Nov. 4, 2010).
 - CLE Presentation (Panel Discussion), *Peer-to-Peer Lending*, 2010 Ohio Securities Conference (Oct. 22, 2010).

PUBLIC PRESENTATIONS (cont.)

- **2009-2010**
 - Presented paper idea at Midwest Corporate Law Scholars Conference at University of Cincinnati School of Law (June 22, 2010).
 - Presented paper idea at University of Kentucky College of Law Developing Ideas Conference (May 13, 2010).
 - Presented Work-in-Progress at Central States Law Schools Association Annual Meeting at Capital University Law School (Oct. 24, 2009).

- **2008-2009**
 - Presented Work-in-Progress at Akron School of Law (April 27, 2009).
 - Presented Work-in-Progress at Cumberland School of Law (Jan. 23, 2009).
 - Presented Work-in-Progress at Central States Law Schools Association Annual Meeting at Southern Illinois School of Law (Oct. 17, 2008).
 - Presented Work-in-Progress at Roger Williams School of Law (Oct. 17, 2008).

- **2007-2008**
 - Presented paper idea at Akron School of Law Celebration of Scholarship (April 29, 2008).
 - Presented paper idea at Tenth Ohio Legal Scholars Workshop at The Ohio State University School of Law (Jan. 26, 2008).
 - Presented paper at Central States Law Schools Association Annual Meeting at Wayne State University Law School (Oct. 27, 2007).
 - Presented paper at University of Akron Faculty Workshop Series in Akron, Ohio (Oct. 10, 2007).

- **2006-2007**
 - Presented paper idea at Eighth Ohio Legal Scholars Workshop at Capital University Law School (Jan. 27, 2007).

- **2005-2006**
 - Presented paper at Seventh Ohio Legal Scholars Workshop at Case Western Reserve University School of Law (June 23, 2006).
 - CLE Presentation, *The Securities Offering Reform Rules* (May 18, 2006).

BLOGGING

- Jan. 2, 2010-Jan. 8, 2011; Sep. 8, 2013-present: Weekly blogger on *Business Law Prof Blog*, available at http://lawprofessors.typepad.com/business_law/.
 - Voted Top 25 business law blog for 2010 by LexisNexis.
 - Voted Top 50 business professor blog by BSchool.com (Dec. 20, 2010).
- Jan. 14, 2012-Sep. 7, 2013: Weekly blogger on *The Race to the Bottom*, available at <http://www.theracetothetbottom.org/>.
 - Ranked one of “The 50 Best Blogs By Business Professors” by OnlineMBA.com (June 20, 2012).
 - Top vote-getter for Business Law in ABA Journal’s Readers’ Choice Top Blawg 100 (Feb. 1, 2012).
- Sep. 25, 2008-Mar. 16, 2013: Weekly blogger on *Akron Law Café*, available at <http://akronlawcafe.com/>.

INTERVIEWS / NEWS

- Quoted in: Betty Lin-Fisher, *Law firms seeking FirstMerit shareholders to block Huntington deal; professor says it’s normal*, AKRON BEACON JOURNAL B6 (Jan. 29, 2016).
- Quoted in: Liz Hoffman, 3 Takeaways From Strine's Morton's Ruling, LAW 360 (July 29, 2013), available at <http://www.law360.com/articles/460609/3-takeaways-from-strine-s-morton-s-ruling> (last visited Aug. 15, 2013).
- Cited in: David Cay Johnston, *How to avoid a securities class action*, REUTERS.COM (Feb. 10, 2012), available at <http://blogs.reuters.com/david-cay-johnston/2012/02/11/how-to-avoid-a-securities-class-action/> (last visited Feb. 13, 2012).
- Quoted in: Sherry Karabin, *SEC fights decision to nix \$285M Citigroup agreement*, AKRON LEGAL NEWS (Dec. 22, 2011).
- Quoted in: Greg Stohr, *AT&T Case Asks U.S. Supreme Court to Assign Privacy Rights to Corporations*, BLOOMBERG.COM (Jan. 19, 2011), available at <http://www.bloomberg.com/news/2011-01-19/at-t-case-asks-u-s-supreme-court-to-assign-privacy-rights-to-corporations.html>.
- Panel discussion wrap-up posted online at Prof. Amerson, *The Wrap Up Panel*, TEACHING LAW IN THE 21ST CENTURY (Dec. 6, 2010), available at <http://teach21century-ellis.blogspot.com/2010/12/wrap-up-panel.html> (last visited Dec. 6, 2010).

INTERVIEWS / NEWS (cont.)

- Quoted in: *Law Professors Discuss Corporate Spending in Elections*, THE STATE JOURNAL (Nov. 11, 2010), available at <http://www.statejournal.com/story.cfm?func=viewstory&storyid=89312> (last visited Nov. 13, 2010).
- Cited in: Prof. Amerson, *Lessons Learned ...*, TEACHING LAW IN THE 21ST CENTURY (Nov. 11, 2010), available at <http://teach21century-ellis.blogspot.com/2010/11/lessons-learned.html> (last visited Nov. 13, 2010).
- Quoted in: *Law Professors Examine Corporate Spending in W.Va., Ohio Elections*, WBOY-TV; MSNBC.COM (Nov. 4, 2010), available at <http://wboy.com/story.cfm?func=viewstory&storyid=88967&printview=1>; <http://www.msnbc.msn.com/id/40020218> (last visited Nov. 5, 2010).
- Q&A published in: *Investment vehicles, exec pay will come under tough scrutiny*, COLUMBUS BUSINESS FIRST (June 12, 2009), available at <http://louisville.bizjournals.com/columbus/stories/2009/06/15/tidbits5.html> (last visited Dec. 24, 2009).
- Quoted in: Bailey Somers, *Companies Resist Litigation Cost Reporting*, LAW 360 (August 13, 2008), available at <http://securities.law360.com/articles/65792> (last visited Dec. 24, 2009).

SCHOOL OF LAW & UNIVERSITY ACTIVITIES (PAST & PRESENT)

- Chair, Planning and Resources Committee
- Chair, Career Services/Judicial Clerkship Committee
- Vice Chair, Admissions Committee
- Member, Academic and Disciplinary Committee
- Member, Standards, Regulations & Bylaws Review Committee
- Member, Faculty Appointments Committee
- Member, Student Affairs Committee (University)
- Member, Technical Services and Teaching Technologies Oversight Committee
- Member, Alumni & Student Affairs Committee
- Member, Curriculum Committee
- Member, Retention, Tenure & Promotion Committee
- Member, Community Services Committee
- Member, Library Committee
- AALS Representative (Primary & Alternate)
- Admissions Ambassador
- Moot Court Judge (Practice Rounds)
- Faculty Advisor, Federalist Society

PROFESSIONAL ACTIVITIES (PAST & PRESENT)

- Bar Admission, New York (2002) (resigned 2006)
- Member, Ohio State Bar Association
 - Corporate Counsel Section, Member
 - Corporation Law Committee, Member
- Member, American Bar Association
 - Section of Business Law
 - Committee on Mergers and Acquisitions
 - Committee on Corporate Governance
 - Committee on Middle Market and Small Business
 - Committee on Private Equity and Venture Capital
 - Committee on LLCs, Partnerships and Unincorporated Entities
 - Committee on Federal Regulation of Securities
 - Committee on Institutional Investors
 - Committee on International Use of U.S. Business Entities
 - Committee on State Regulation of Securities
 - Section of Legal Education and Admissions to the Bar
 - Young Lawyers Division

MISCELLANEOUS

- Accepted participant: *LEC Workshop for Law Professors on the Economics of Public Pension Reform*, Palo Alto, California (Sep. 17—20, 2015).
- Signatory: Third Circuit Court of Appeals Brief for Corporate and Securities Law Professors as Amici Curiae, Wall Mart Stores, Inc. v. Trinity Wall Street, Case No. 1:14-CV-00405-LPS (Feb. 11, 2015) (arguing “Trinity Wall Street properly sought to use Rule 14a-8 to submit for shareholder consideration a precatory proposal urging Wal-Mart’s board to provide oversight concerning the formulation of company policy regarding the sale of products that ‘*especially* [endanger] public safety and well-being’”).
- Accepted participant: *LEC Workshop for Law Professors on Public Choice Economics*, George Mason University School of Law (Mar. 19-22, 2015).
- Signatory: Comment on the definition of “eligible organization” for purposes of Coverage of Certain Preventative Services Under the Affordable Care Act, submitted to the Department of Health and Human Services on behalf of the Public Rights / Private Conscience Project (Oct. 21, 2014) (arguing that “only small groups of equity holders who share the same religious convictions, have publicly operated their business according to those principles, and are unanimously in favor of seeking an accommodation ... qualify as eligible entities”).
- Accepted participant: *LEC Workshop for Law Professors on Austrian Law and Economics*, George Mason University School of Law (Oct. 1-3, 2014).

MISCELLANEOUS (cont.)

- Signatory: U.S. Supreme Court Brief of Corporate and Criminal Law as Amicus Curiae in Support of Respondents, Sebelius v. Hobby Lobby Stores, Inc., Case No. 13-354 (Jan. 2014) (arguing that the Religious Freedom Restoration Act does not allow a for-profit corporation to deny its employees health coverage based on the religious objections of the corporation's owners).
- Solicited by publisher to review Robert Rhee, *Essential Concepts of Business For Lawyers* (Aspen).
- Signatory: U.S. Supreme Court Brief for Professors at Law and Business Schools as Amicus Curiae in Support of Respondents, Matrixx v. Siracusano, Case No. 09-1156 (Nov. 12, 2010) (arguing that adverse drug reactions can be material for purposes of Rule 10b-5 even if not statistically significant).
- Signatory: D.C. Circuit Court of Appeals Brief for Law Professors as Amici Curiae in Support of the SEC, Business Roundtable v. SEC, Case No. 10-1305 (Jan. 27, 2011) (arguing that the SEC's proxy access rule should be upheld).