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December 14, 2011

VIA EMAIL (USTP.Fee.Guidelines@usdoj.gov) AND REGULAR MAIL

Executive Office of the United States Trustee
20 Massachusetts Ave., N.W., 8th Floor
Washington, D.C. 20530

Re: Comments to the Guidelines for Reviewing Applications for
Compensation & Reimbursement of Expenses Filed Under 11 U.S.C.
§ 330 by Attorneys in Larger Chapter 11 Cases (Draft for Public
Comment) [hereinafter "Proposed Guidelines"]

I write to suggest some changes to the Proposed Guidelines. These comments are mine alone and not those of UNLV or the William S. Boyd School of Law. My background, as set forth in the attached resume, includes both research on the issues of attorneys fees and other professional fees in large chapter 11 cases as well as expert work as a fee examiner in three large chapter 11 cases.

On the whole, the Proposed Guidelines are a marked improvement over the current guidelines, and I applaud your efforts. They represent significant hard work and a great understanding of the issues involved. My suggestions are meant as a way of making these Proposed Guidelines even more useful.

1. *Lack of consequences for failure to comply with the Proposed Guidelines.*

The biggest problem that I see with the current guidelines is the same one that I see with the Proposed Guidelines: there are no consequences for willful non-compliance.¹ Nothing in the current or new guidelines links a failure to comply with any particular reduction in fees or expenses. Therefore, although the attorneys in your office could file objections if an attorney failed to comply with these guidelines, there is no mechanism for your attorneys to suggest to the court any particular consequences for non-compliance.

¹ Courts could, of course, fix this problem by adopting local rules that provide specific consequences for violations of their guidelines.

Compliance with the guidelines would very likely increase if failure to comply included a reduction in collectable fees. Here are examples of how these very good Proposed Guidelines need some consequences for non-compliance:

Proposed Guideline	What Would Constitute Non-Compliance?	Consequence for Non-Compliance
B.4.a.	Insufficient proof of market rate, both in terms of hourly rates for bankruptcy work and for nonbankruptcy work.	None.
B.4.b.	Overstaffing or leverage issues.	None.
B.4.c.	Surprise rate increases during case.	None.
B.4.d.	Spot-use of professionals for only a few hours.	None.
B.4.e.	Billing for non-compensable activities.	None.
B.4.f.	Block-billing.	None.
B.4.g.	Vague entries.	None.
B.4.h.	Billing for overhead.	None.
B.4.g.	Non-working travel billed at full rate.	None.
B.4.l.	Failure to comply with appropriate budgets and staffing plans.	None.
B.4.m.	Failure to provide verified statement by client concerning compliance with budget and staffing plans.	None.
B.4.n.	Failure to prove theory for entitlement to fee enhancement.	None.
B.4.o.	Billing for summer associate time.	None.
B.5.a.	Failure to prorate expenses.	None.
B.5.b.	Luxury travel.	None.
C.3.m.	Failure to calculate fees based on both original rates and any increased rates; failure to include information on who approved the rates.	None.
C.3.n.	For debtors only: failure to separate out those fees and expenses that would have been incurred even absent any bankruptcy.	None.
C.5.e.	Time records not kept contemporaneously.	None.
C.5.g.	Failure to explain the need for multiple professionals at hearings.	None.

Without some well-defined consequences, there's simply no incentive for professionals to take the time to comply with the guidelines—either the current ones or the Proposed Guidelines. I assume that you are waiting for courts to adopt some variant of these guidelines in their local rules. You might want to consider making some recommendations to courts promulgating those rules regarding some proposed consequences for non-compliance.

2. *Apply all of these new Proposed Guidelines to all professionals, not just to attorneys.*

The Proposed Guidelines apply only to attorneys, not to all professionals. Why limit the Proposed Guidelines only to attorneys?² Even if most other professionals have compensation schemes approved under section 328, all fees have to be reasonable under either section 330 or under 503(b). If the Proposed Guidelines are useful for reviewing attorneys' fees, why aren't they useful for reviewing all other professionals' fees as well? I understand why your office might want to promulgate new guidelines in stages, but I am hoping that the other new proposed guidelines will come out as soon as possible.

Until those guidelines for non-attorney professionals in large chapter 11 cases are proposed and adopted, there will be some confusing coverage issues. The Proposed Guidelines carve out the situations in which the old Guidelines will still apply: "Until the USTP adopts other superseding guidelines, the 1996 guidelines will continue in effect for the review of applications filed under section 330 in (1) larger chapter 11 cases by those seeking compensation who are not attorneys, (2) all chapter 11 cases below the \$50 million threshold, and (3) cases under other chapters of the Bankruptcy Code." That carve-out creates a problem that I can illustrate with this table:

Current Guidelines	Proposed Guidelines
All professionals (if they must seek court approval for their fees) in Chapter 11 cases up to, but not more than, \$50 million in combined assets and liabilities, aggregated for jointly administered cases.	All <i>attorneys</i> (if they must seek court approval for their fees) in Chapter 11 cases with more than \$50 million in combined assets and liabilities, aggregated for jointly administered cases.
All non-attorney professionals (if they must seek court approval for their fees) in Chapter 11 cases with more than \$50 million in combined assets and liabilities, aggregated for jointly administered cases.	
All professionals (if they must seek court approval for their fees) in cases under Chapters 7, 9, 12, or 13.	

3. *Make the fee applications even more searchable.*

Although submitting bills in an electronic, searchable format is extremely helpful, it would be better yet for the bills to be submitted both in a searchable PDF and in an Excel spreadsheet.

² If other draft guidelines are coming later on, then eventually this issue will resolve itself. According to your website, those other guidelines are coming. See *Notes for Remarks by Clifford J. White III, Director, Executive Office for United States Trustees, Before the National Bankruptcy Conference, Washington, DC, November 10, 2011*, at 3, available at http://www.justice.gov/ust/eo/public_affairs/index.htm.

That way, courts, the U.S. Trustees, and fee examiners could reorganize the data in a variety of ways to get a better picture of the services rendered. For example, with an Excel spreadsheet, it's possible to sort each month's bill by (1) professional, (2) the professional's rank, (3) the tasks described in the bill, and (4) hourly billing rates. The more searchable (and sortable) the bills, the easier it will be for you, the court, and any fee examiner to analyze them.

4. *Permit fee examiners to be paid monthly when other professionals are paid on a monthly basis.*

Proposed Guideline F.5. provides in part:

Compensation under a flat fee arrangement may be appropriate in certain cases but only if subject to reasonableness review under section 330.

If the Proposed Guidelines allow flat fee arrangements only when subject to a section 330 reasonableness review, they should also explain what the fee examiner must do to demonstrate reasonableness. For example, does the fee examiner need to bill time even when being paid a flat fee? If the fee examiner must bill time, should that time be billed in .1 hr. increments? (For comparison's sake, some orders appointing financial advisors, etc. provide for flat fees and either do not require keeping time records or require time to be kept in .5 hour increments.)

Proposed Guideline F.5. also provides in part:

Fee examiners and professionals retained by a Fee Review Committee should not be subject to any monthly compensation processes otherwise applicable in the case.

I am not quite sure what this sentence means. Does it mean that fee examiners can't get paid on a monthly basis even if other professionals are being paid monthly under *Knudsen* orders? Or does it mean that fee examiners *can* get paid on a monthly basis without having to comply with the monthly compensation processes that apply to other professionals. (such as not submitting time sheets for review)? It would be useful for the Proposed Guidelines to clarify this sentence.

5. *Miscellaneous technical issues.*

Some of the issues that I have encountered as a fee examiner and have noted from other cases in which fee examiners have been involved include issues of (1) leverage (using the wrong level of employee to perform certain work, such as having a partner make copies of documents), (2) the lack of sufficient detail in time descriptions, (3) hotel, airfare, and meal expenses that are routinely very high, (4) changes in hourly rates without a concomitant benefit to the estate, and (5) billing for time that should properly be counted as overhead. Your Proposed Guidelines address some of these issues, and I will address others below.

A. Possible slight correction of footnote 1.

Page 2 of the Proposed Guidelines contains a footnote that says:

Applications for retention are always filed under section 327, not section 328. Although certain terms of the engagement may be governed by section 328, the application itself is filed under section 327.³

Although I agree that section 327 should be the section that grants the approval of retention applications, a Bankruptcy Code gap exists when it comes to retention of committee professionals under section 1103. Section 1103(a) gives committees the authority to seek court approval for the employment of professionals. Yet, section 327 speaks only of employing professionals for the trustee (and, via section 1107, for the debtor in possession). Section 327 does not speak to employing professionals for a committee.

How can courts then approve the employment of committee professionals? The Code provides for two methods. One way is via the first sentence of section 328(a): “The trustee, or a committee appointed under section 1102 of this title, with the court’s approval, may employ or authorize the employment of a professional person under section 327 or 1103 of this title, as the case may be, on any reasonable terms and conditions of employment. . . .”⁴ The other way is to read section 1103(a) as containing its own authorizing language.⁵

Therefore, you might want to either strike this footnote in its entirety or clarify the committee retention issue to avoid confusion.

B. Possible additional language in Proposed Guideline B.4.e.

Proposed Guideline B.4.e. states:

- e. Routine billing activities: whether a professional billed for routine billing activities that are typically not compensable outside of bankruptcy. Most are not compensable because professionals do not charge a client for preparing invoices, whether detailed or not. Reasonable charges for preparing interim and final fee applications, however, are compensable. Activities that the United States Trustee may object to as non-compensable include but are not limited to:
 - i. Redacting bills or invoices for privileged or proprietary information. Professionals whose compensation will be paid

³ Proposed Guidelines at 2 n.1.

⁴ 11 U.S.C. § 328(a) (emphasis added).

⁵ Section 1103(a) provides in part that “with the court’s approval, such committee may select and authorize the employment” of its professionals.

by the bankruptcy estate know at the inception that their billing records must be publicly filed and should prepare time entries and invoices accordingly.

ii. Entering, preparing, reviewing, or revising time records or invoices.

iii. Preparing and issuing the monthly statement in cases with a monthly compensation order.

I propose the following changes (underscored):

e. Routine billing activities: whether a professional billed for routine billing activities that are typically not compensable outside of bankruptcy. Most are not compensable because professionals do not charge a client for preparing invoices, whether detailed or not. Reasonable charges for preparing interim and final fee applications, however, are compensable. There will be a presumption of unreasonableness for fee applications that allocate more than 10% of the bill to preparation of the fee application itself. Activities that the United States Trustee may object to as non-compensable include but are not limited to:

i. Redacting bills or invoices for privileged or proprietary information. Professionals whose compensation will be paid by the bankruptcy estate know at the inception that their billing records must be publicly filed and should prepare time entries and invoices accordingly. Should a professional believe that producing unredacted records would adversely affect representation of the client by providing unreasonable access to strategy decisions that the client wishes to keep confidential, the professional may request permission from the Court to produce redacted bills and make the unredacted bills available *in camera*. Where the court grants such permission, time spent redacting shall be considered compensable.

ii. Entering, preparing, reviewing, or revising time records or invoices.

iii. Preparing and issuing the monthly statement in cases with a monthly compensation order.

The reason for the suggestion regarding a cap in the proportion of the bill attributable to generating the fee application itself: Because clients outside bankruptcy generally don't pay their lawyers for the time that it takes the lawyers to generate the bill, the fact that, in bankruptcy, courts allow professionals to bill for billing their time is already quite generous. I have seen numerous bills

for which the cost of preparing the bills represents upwards of 50% of the bill itself. Absent some good reason for such disproportionate benefit to the professionals—rather than to the estate—some sort of cap may be appropriate. A good reason might be the court's requirement to file monthly fee applications even when little to no work has been performed during a given month.

The reason for the suggestion regarding redactions: Typically, the fact that the professional has the burden of proof of demonstrating the reasonableness of the fees and expenses requires that professional to produce unredacted bills. Therefore, unredacted bills should be the rule and not the exception, as your Proposed Guidelines recognize. On the other hand, providing unredacted bills with detailed descriptions during a hotly contested issue may provide one or more parties with information that could reveal current or future (not past) strategy.⁶ There should be some mechanism to protect current or future strategy decisions while requiring production of bills that reflect *past* strategy decisions.

C. Possible additional language in Proposed Guideline B.4.f.

Proposed Guideline B.4.f. provides:

f. Block billing or lumping: whether the application contains entries over .5 hours without discrete tasks separately identified and billed.

I propose the following addition (underscored):

f. Block billing or lumping: whether the application contains entries over .5 hours without discrete tasks separately identified and billed. For example, an entry such as "prepare for and attend hearing" should be broken down into "prepare for hearing ()"; attend hearing ()".

Reason: It is useful for the Proposed Guidelines to provide some illustration of what types of descriptions will pass muster.

D. Possible additional language in Proposed Guideline B.4.g.

Proposed Guideline B.4.g. provides:

g. Vague or repetitive entries: whether the application contains insufficient information to identify the purpose of the work or the benefit to the estate. Phrases like "attention to" or "review file," without more, are generally insufficient.

⁶ For example, if one side is considering hiring an expert to pursue a specific litigation strategy, identifying the expert by name (or by field) too early might compromise the strategy.

I propose the following change:

g. Vague or repetitive entries: whether the application contains insufficient information to identify the purpose of the work or the benefit to the estate. Phrases like “attention to,” “review file,” or “case management,” without more, are generally insufficient.

Reason: It is useful for the Proposed Guidelines to provide some additional examples of what types of entries are too vague, in order to give the professionals a better idea of how detailed their entries should be.

E. Possible additional language in Proposed Guideline B.4.h.

Proposed Guideline B.4.h. provides:

h. Overhead: whether the application includes matters that should be considered part of the professional’s overhead and not billed to the estate, such as clerical tasks and word processing.

I propose the following additions (underscored):

h. Overhead: whether the application includes matters that should be considered part of the professional’s overhead and not billed to the estate, such as clerical tasks, secretarial time, time billed by summer associates, and word processing.

If you accept this proposed change, you can then strike B.4.o. (“Summer Associates: whether the application includes fees for summer clerks or summer associates that are more properly the firm’s overhead for recruiting and training.”).

Reason: The more standardized and specific you make the exclusions for overhead, the more advance warning that you will be able to provide to professionals.

F. Possible additional language in Proposed Guideline B.5.b.

Proposed Guidelines B.5.b. provides:

b. Whether the expense is reasonable and economical. For example, travel should be in coach class, and first class and other above standard travel or accommodations will normally be objectionable.

I propose the following additions (underscored, with potential choices in brackets):

b. Whether the expense is reasonable and economical. For example, travel should be in coach class, and first class and other above standard travel or accommodations will normally be objectionable. For meals and lodging, expenditures above [choose one: (1) the I.R.S. per diems or (2) some multiple of the I.R.S. per diems] shall be considered presumptively unreasonable.

Reason: I have seen meal and lodging expenses that are significantly higher than most non-bankruptcy clients would expect, such as hundred-dollar dinners per professional as well as lodging at hotels like The Peninsula, rather than more moderately-priced hotels. Without some boundaries on expenses, professionals will naturally prefer nicer and more expensive meals and lodging to their less expensive counterparts.

G. Possible additional language in Proposed Guideline C.5.a.

Proposed Guideline C.5.a. provides:

a. Time and service entries should be reported in chronological order.

I propose the following change (underscored):

a. Time and service entries should be reported in chronological order and again by project category.

Reason: Although chronological order facilitates certain types of review, such as the number of professionals working on the case in a single day, it does not readily show other types of potential billing issues, such as such as the number of professionals working on an individual project throughout the billing cycle.

H. Possible additional language in Proposed Guideline C.5.i.

Proposed Guideline C.5.i. provides:

- i. For each project category, the applicant should provide a brief narrative summary of the following information:
 - i. A description of the project, its necessity and benefit to the estate, and the status of the project including all pending litigation for which compensation and reimbursement are requested.
 - ii. Identification of each person providing services on the project.
 - iii. A statement of the number of hours spent and the amount

of compensation requested for each professional and paraprofessional on the project.

I propose the following addition (underscored):

- i. For each project category, the applicant should provide a brief narrative summary of the following information:
 - i. A description of the project, its necessity and benefit to the estate, and the status of the project including all pending litigation for which compensation and reimbursement are requested.
 - ii. Identification of each person providing services on the project and a statement explaining why that person was given the tasks that he or she performed. For example, if a junior associate was used to make photocopies, the professional should explain why a secretary was not used for that task; and if a senior partner was used to create the first draft of a fee application, the professional should explain why someone more junior did not create the first draft.
 - iii. A statement of the number of hours spent and the amount of compensation requested for each professional and paraprofessional on the project.

Reason: I have seen too many examples of situations in which a higher-billing person was used for a task because it was convenient for the professional, not because it was efficient for the estate.

I. Possible additional language in Proposed Guideline C.8.f.

Proposed Guideline C.8.f. provides:

f. If the application includes any rate increases since retention or the last fee application, did you review and approve those rate increases in advance?

I propose the following addition (underscored):

f. If the application includes any rate increases since retention or the last fee application, did you review and approve those rate increases in advance, and did the professional give you an opportunity to decline the requested rate increases?

Reason: ABA Formal Op. 11-458 discusses rate changes during the course of representation:

An explanation of the lawyer's proposed modification of a fee arrangement, including the advice that the client need not agree to pay the modified fee to have the lawyer continue the representation, is necessary to enable the client to make an informed decision about the client's ability and willingness to pay the modified fee for continued representation.

In summary, a lawyer must show that any modification of an existing fee agreement, especially a modification sought by the lawyer, was reasonable under the circumstances at the time of the modification as required by Rule 1.5(a), and communicated and explained to the client as required by Rules 1.4 and 1.5(b). Any modification must also be accepted by the client.

The rationale for ABA Formal Op. 11-458 is just as applicable inside bankruptcy cases.

J. Possible additional language in Proposed Guideline E.2.

Proposed Guideline E.2. provides:

2. With the application for employment, the professional should provide summary billing data comparisons between firm professionals in the bankruptcy practice group and all other practice groups combined, categorized by position held within the firm. This data is not specific to individuals in a firm but is rather the highest and lowest rate billed by any professional at every experience level or position (e.g., sr. partner, partner, shareholder, member, counsel, associate, etc.) and an average rate for all professionals by experience level or position (e.g., sr. partner, partner, shareholder, member, counsel, associate, etc.). The summary billing data should be reported for U.S. professionals only. The information should include the following for both bankruptcy practice groups and all other practice groups combined (to the extent applicable):
 - a. Lowest hourly rate billed in the last 12 months.
 - b. Highest hourly rate billed in the last 12 months.
 - c. Average hourly rate billed in the last 12 months.

I propose the following changes (underscored):

2. With the application for employment, the professional should provide summary billing data comparisons between firm professionals in the bankruptcy practice group and all other practice

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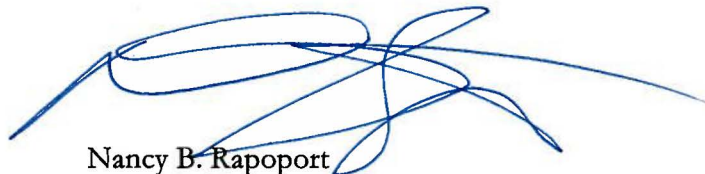
groups combined, categorized by position held within the firm. This data is not specific to individuals in a firm but is rather the highest and lowest rate billed by any professional at every experience level or position (e.g., sr. partner, partner, shareholder, member, counsel, associate, etc.) and an average rate for all professionals by experience level or position (e.g., sr. partner, partner, shareholder, member, counsel, associate, etc.). The summary billing data should be reported for U.S. professionals only. The information should include the following for both bankruptcy practice groups and all other practice groups combined (to the extent applicable):

- a. Lowest hourly rate billed and collected in the last 12 months, excluding rates that were designed for special types of clients, such as government clients or low- or pro bono clients.
- b. Highest hourly rate billed and collected in the last 12 months, excluding rates that were designed for special types of clients, such as government clients or low- or pro bono clients.
- c. Average hourly rate billed and collected in the last 12 months, excluding rates that were designed for special types of clients, such as government clients or low- or pro bono clients.

Reason: There is a big difference between what a professional bills and what he might collect from his clients. Bills can be deeply discounted for a variety of reasons, not least of which is the client's objection to some of the work that was done. On the other hand, there are some types of clients for whom the firm's hourly rates are deeply discounted for public policy reasons. Because disclosure of some of these traditionally lower rates would not serve the purpose of the proposed disclosure rules (attempting to determine if the new rates are actually collected, rather than just on the books as "rack rates"), there is no need to request those hourly rates that are different in kind from those typically charged to the professional's standard clients.

I hope that these suggestions are useful to you as you continue the process of promulgating the new guidelines. If I can be of any further assistance, please let me know.

Very truly yours,



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EMPLOYMENT

William S. Boyd School of Law, University of Nevada, Las Vegas (Las Vegas, NV)
Gordon Silver Professor of Law (July 1, 2007-present).

Works in progress:

BERNARD BURK, STEVEN ALAN CHILDRESS, MICHAEL S. FRISCH & NANCY B. RAPOPORT, *ETHICAL LAWYERING IN REAL LIFE: MATERIALS AND PROBLEMS* (Aspen Publishers / Wolters Kluwer, forthcoming 2012).

NANCY B. RAPOPORT & JEFF VAN NIEL, *LAW FIRM JOB SURVIVAL MANUAL* (Aspen Publishers / Wolters Kluwer, forthcoming 2012).

Nancy B. Rapoport, *The Case for Value Billing in Chapter 11*, 7 J. BUS. L. & TECH. ____ (forthcoming 2012).

Nancy B. Rapoport, *Black Swans, Ostriches, and Ponzi Schemes* (forthcoming 2012).

Nancy B. Rapoport, *Changing the Modal Law School: Rethinking U.S. Legal Education in (Most) Schools* (forthcoming 2012).

Nancy B. Rapoport, *Analysis and the Arts*, in ZENON BANKOWSKI, MAKSYMILIAN DEL MAR & PAUL MAHARG, *BEYOND TEXT IN LEGAL EDUCATION* (Ashgate Press, forthcoming 2012) (solicited essay).

TERESA BROWN-EDWARDS, C.R. BOWLES, TED GAVIN, JUDITH GREENSTONE MILLER & NANCY B. RAPOPORT, *ABI BOOK ON CHAPTER 11 ETHICS* (title TBA) (forthcoming 2012).

LAWRENCE C. LEVINE & NANCY RAPOPORT: *LEMMINGS: HOW LEGAL EDUCATION FAILS LAW STUDENTS* (forthcoming).

MANAGING BY AMBUSH: WHY UNIVERSITIES CAN'T KEEP PACE WITH THE REAL WORLD (forthcoming).

Teaching:

Basic Bankruptcy Law; Contracts; Professional Responsibility; Seminar on Enron and Other Corporate Scandals; Colloquium on Lawyers in Pop Culture.

Service:

Advisor to the NEVADA LAW JOURNAL and the UNLV GAMING LAW JOURNAL;
UNLV Law's representative to the REYNOLDS COURTS & MEDIA LAW JOURNAL;
Dean's Advisory Committee (2007-2008; 2008-2009; 2010-2011) (elected position);
member of administration subcommittee of 2011-12 self-study.

University of Houston Law Center (Houston, TX)

Professor of Law (June 1, 2006-June 30, 2007).

Dean and Professor of Law (August 2000-May 31, 2006).

Responsibilities as Dean:

Managed all areas of Law Center life; served as primary external spokesperson for the Law Center; facilitated internal programs of the Law Center; raised public and private funds for the Law Center; highlighted the University's and Law Center's programs in discussions with various Texas legislators; and served the state of Texas as CEO of the state's premier urban, public law school. As Dean, taught one course per year.

The Associate Dean for Academic Affairs, the Associate Dean for Student Affairs, the Director of the O'Quinn Law Library, the Associate Dean for Information Technology, the Associate Dean for Finance and Administration and Chief Operating Officer of the Law Foundation, the Associate Dean for External Affairs and Executive Director of the Law Foundation, and the Director of CLE all reported directly to me.

Significant accomplishments as Dean:

Facilitated the establishment of several new centers, programs, and institutes, including the Criminal Justice Institute, the Institute for Energy, Law & Enterprise (now the Program In Energy, Environment & Natural Resources), and the Center for Consumer Law; reinvigorated the Blakely Advocacy Institute (BAI) and acquired the A.A. White Center for Dispute Resolution as part of the BAI; encouraged the first major revamping of the Law Center's curriculum in twenty years; hired fourteen new faculty members (three of which hold endowed chairs at the Law Center); presided over a record increase in the amount and size of gifts to the Law Center, even during a downturn in the economy. Raised seven new Law Center professorships, in partnership with a special campaign of the University of Houston, in under two months. Facilitated the Law Center's recovery from the devastation caused by Tropical Storm Allison on June 9, 2001, which poured over 12 feet of water into

the Law Center's sub-basement and destroyed much of its library collection (over 175,000 volumes and 1,000,000 microfiche lost) as well as much of its facilities.

Service highlights:

The Hon. Arthur L. Moller / David B. Foltz, Jr. Inn of Court (Bankruptcy Inn) (2003-2007), Executive Committee (2004-2006); UH Faculty Senate Commission on University Governance (2004-2006); Texas General Counsel Forum Statewide Advisory Committee (2004-2006); member, Search Committee for Vice President/Vice Chancellor of University Advancement (2004-2005); Garland Walker Inn of Court (2004-2007); State Bar of Texas's Women in the Profession Committee (2002-2005); Texas Supreme Court's Gender Equity Taskforce (2002-2006); Rice University Business & Professional Women (2002-2006); Texas Accountants & Lawyers for the Arts (2002-2006); Houston Bar Association (2000-2007); Houston Bar Foundation, Selection Committee for the Best Article Award (2000-2006); City of Houston Mayor's Pension Governance Advisory Committee (2004-2006); UH Commission on Women (ex officio) (2004-2005); Houston Bar Foundation Fellow (2003-2007); Texas Supreme Court's Gender Fairness Task Force (2002-2006); Executive Committee, A.A. White Inn of Court (2000-2002); community associate, Wiess College (Rice University) (2000-2007).

University of Nebraska College of Law (Lincoln, NE)
Dean and Professor of Law (July 1998-August 2000).

Responsibilities:

CEO of Nebraska's land-grant law school. 1999-2000 state budget for the Law College (excluding the Schmid Law Library) was approximately \$3.5 million; 1998-1999 private funds had a market value of approximately \$35.5 million and a book value of approximately \$15.9 million. The Associate Dean, the Assistant Dean for Administration and Student Services, the Assistant Dean for Career Services and Alumni Relations, the Director of the Law Library, the Director of Development, the Office Manager, and the Acting Head of the Nebraska Institute for Technology in the Practice of Law all reported directly to me.

Achievements:

Instituted the creation of a new Access database to enable all Law College administrative units to organize and share information; encouraged the establishment of new student organizations (including an organization for law students who prefer non-traditional career paths and a GLBT student organization); encouraged the development of a link between an undergraduate "learning community" and the Law College; helped to organize a campus-wide cross-disciplinary ethics initiative; instituted systems facilitating the scheduling of Law College events, the timely review of employees, and the cultivation and stewardship of donors; initiated the design of the new "image" of the Law College; revamped the furnishings of the student lounge (at zero cost to the Law College); and raised significant funds for such needs as scholarships and professorships. I was the point person for completing the fund-raising for, and coordinating the design and construction of, the planned addition to the Schmid Law Library. I also taught at least one course a year, including Sales, Images of Lawyers in Film, and the Skills course for first-year law students; I

supervised several independent studies; and I maintained an active research agenda in my areas of professional responsibility and bankruptcy ethics.

Service:

Rotary Club #14, Lincoln, Nebraska (1999-2000); chair, UNL Search Committee for Dean of College of Arts & Sciences (2000); chair, UNL Search Committee for Dean of College of Architecture (1999-2000); member, Chancellor's Special Budget Advisory Committee (1999); member, UNL's Robert Wood Johnson Foundation Partnership Initiative, Policy and Enforcement Workgroup (1998-2000); UNL Mentoring Program (mentoring then-Assistant Professor Julia McQuillan) (1998-2000); member, University-Wide Assessment Committee (1998-2000); member, NSBA Bankruptcy Section Sub-Committee on Legislative Issues (1999-2000); co-chair of Homestead Girl Scout Council's Task Force on Diversity (1999); head of portion of YMCA's "Building Strong Kids" Campaign dealing with UNL contributions (1999).

**The Ohio State University College of Law (now Moritz College of Law) (Columbus, OH)
Professor (promoted to the rank of Professor in 1998 as I was leaving to become Dean at Nebraska); Associate Dean for Student Affairs (1996-98).**

Responsibilities:

Supervised admissions, financial aid, and placement offices; managed a staff that included the Assistant Dean of Admissions and Financial Aid, the Financial Aid Counselor and Staff Assistant, the Placement Director, and their associated support personnel; was directly responsible for admissions budget; supervised budgets for financial aid and placement; counseled potential applicants regarding admission to College of Law; counseled existing students on academic and non-academic issues; worked with Development Director regarding the establishment and maintenance of scholarships and other relationships with donors; worked with Assistant Dean of Alumni Affairs to use alumni in recruiting activities; acted as "Chief Morale Officer" of College. Concurrently taught a half-load of courses.

Associate Professor (with tenure) (1995-98).

Teaching innovations:

Established e/mail listservs in all of my courses, leading to significant additional out-of-class contacts with students; integrated in-class exercises on drafting and negotiation in my Sales and Contracts courses; created "Friday Learning Sessions" to bring 1L, 2L, and 3L students together for discussions of general interest.

Assistant Professor (1991-95).

Principal subjects:

Debtor-Creditor Law; Advanced Bankruptcy Seminar (Chapter 11 Issues); Contracts; Sales; Professional Responsibility; Contract Drafting and Negotiation; Legal Writing & Analysis (OSU used full-time faculty to teach this course).

Service:

Member, leadership learning community, Leadership for Institutional Change (1998); member, College of Law Teaching Retreat Planning Committee (1998); member, University Search Committee for the Student Gender & Sexuality Services Director (1997); member, College Search Committee for various internal positions, including Placement Director (1997), Assistant to the Registrar (1997), Assistant to the Dean (1996), and Assistant Dean for Admissions and Financial Aid (1996); vice chair, Special Committee on College Housing (1997-98); member, Faculty Advisory Board, OSU Pro Bono Research Group (1997-98); member, College of Law Affirmative Action/Minority Affairs Committee (1996-98); coordinator, Ohio Women in Legal Education (1995-96); chair, College of Law Admissions Committee (1995-96; 1997-98); member, College of Law Planning Committee (1994-95); member, College of Law Placement and Judicial Clerkship Committee (1991-94); member, College of Law Administration Committee (1991-92); member, College of Law Admissions Committee (1992-94; 1996-97); member, College of Law Minority Affairs Committee (1996-98); faculty advisor to the following College organizations: the College's chapter of the Association of Trial Lawyers of America (1996-98); Delta Theta Phi (1997-98); the Jewish Law Students' Network (1991-98); and the Women's Law Caucus (1991-98); faculty advisor to the Ballroom Dance Association at Ohio State (1992-98); invited speaker at various College of Law events, including *How to Survive the First-Year Blues* and *How to Outline Law School Courses*, College of Law (1993-96), and various brown-bag discussions (1991-98); member, Teachers' Round Table (affiliated with the Center for Instructional Resources at Ohio State) (1993-96); advisor to The Ohio State University Press regarding the 25th anniversary edition of GRANT GILMORE, *THE DEATH OF CONTRACT* (25th anniv. ed. 1994); founding member, Junior Faculty Support Network (affiliated with the Office of Faculty & TA Development at Ohio State) (1994-96); dance demonstrator, Hispanic Awareness Week (1993-94); consultant on drafts of lender liability provisions in pending Ohio environmental legislation (1993); co-leader, Brownie Troop 2426 (Discovery Service Unit), Seal of Ohio Girl Scout Council, Inc. (1996-97); co-leader, Junior Girl Scout Troop 654 (Discovery Service Unit), Seal of Ohio Girl Scout Council, Inc. (1996); representative for the North-Central Region, United States Dance Sport Council Rules Committee (the national rules-making committee of the United States Amateur Ballroom Dancers Association) (1995-98); vice-president, Mid-Ohio Chapter of the United States Amateur Ballroom Dancers Association (1993-95).

Morrison & Foerster (San Francisco, CA)

Associate; Bankruptcy and Workouts Group, Business Department (1986-91).

Bankruptcy cases included *In re Toy Liquidating Co. (Worlds of Wonder)*, *Plexus*, *Greyhound*, *Nucorp*, and *California Land & Cattle Co.*; significant experience in bankruptcies involving industries such as toy manufacturers, computers, livestock, and television stations. Advised clients on such matters as pre-bankruptcy planning (creditor side), environmental issues, purchase of assets from bankruptcy estates, and creditor protection generally.

The Hon. Joseph T. Sneed, United States Court of Appeals for the Ninth Circuit (San Francisco, CA)

Judicial Clerk (1985-86).

EDUCATION

Stanford Law School (Stanford, CA)

J.D. (1985).

Note Editor, STANFORD LAW REVIEW (1984-85).

Thesis: *Computer Program for Secured Transactions* (1985).

Activities and Honors:

Member, STANFORD LAW REVIEW (1983-84); member, Student Assistants to Admissions Program (1984); member, Law School Film Society (1982-85); member, Orientation Committee (1983-84); Vice-President (Alumni Programs), Law Forum (1983-84); technical assistant in various law school and all-university plays (1983-85); First Place, Stanford Women's Intramural Powerlifting Competition (1985).

Rice University (Houston, TX)

B.A., *summa cum laude* (1982).

Majors: Legal Studies, Honors Psychology.

Senior Thesis: *The Effects of Time of Day on Cognitive Performance*, Psychology Department (1982).

Activities, Honors, and Scholarships:

Phi Beta Kappa (1981); Houston Psychological Association Award for Excellence in Psychology (1982); Jones College Scholar (1981-82); Academic Coordinator, Jones College (1980-82); President, Rice Hillel (1980-82); Student Advisor, Lovett College (1979-80); member, Student Admissions Committee (1979-82); Rice Pre-Law Society (1979-82); founder, Rapoport Prize in Legal Studies (1982); Max Roy Scholarship (1979-80, 1981-82); Jones College Scholarship (1981-82); Board of Governors Scholarship (1980-81).

PUBLICATIONS, GRANTS, SPECIAL TRAINING, AND PRESENTATIONS

Publications—Books

NANCY B. RAPOPORT & JEFFREY D. VAN NIEL, *LAW SCHOOL SURVIVAL MANUAL: FROM LSAT TO BAR EXAM* (Aspen Publishers / Wolters Kluwer 2010).

NANCY B. RAPOPORT, JEFFREY D. VAN NIEL & BALA G. DHARAN, *ENRON AND OTHER CORPORATE FIASCOS: THE CORPORATE SCANDAL READER* (Foundation Press 2d ed. 2009).

STEVEN L. EMANUEL, *STRATEGIES & TACTICS FOR THE MBE* (Aspen Publishers / Wolters Kluwer 2009) (one of several revision authors).

ENRON: CORPORATE FIASCOS AND THEIR IMPLICATIONS (Nancy B. Rapoport & Bala G. Dharan, eds., 2004).

DAVID B. GOODWIN & NANCY B. RAPOPORT, *AN ORAL HISTORY OF THE HONORABLE JOSEPH T.*

SNEED, Ninth Circuit Historical Society (1994) (solicited oral history).

Publications—Book Chapters

COLLIER COMPENSATION, EMPLOYMENT AND APPOINTMENT OF TRUSTEES AND PROFESSIONALS IN BANKRUPTCY CASES (Lexis-Nexis 2009) (one of several revision authors).

Nancy B. Rapoport, *Swimming with Shark*, in LAWYERS IN YOUR LIVING ROOM! LAW ON TELEVISION 163 (Michael Asimow, ed., 2009) (solicited manuscript), chapter available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1157053.

Nancy B. Rapoport, *Reflections of a Former Dean*, in LAW SCHOOL LEADERSHIP STRATEGIES: TOP DEANS ON BENCHMARKING SUCCESS, INCORPORATING FEEDBACK FROM FACULTY AND STUDENTS, AND BUILDING THE ENDOWMENT 199 (Aspatore Books 2006) (solicited), abstract available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=979321.

Nancy B. Rapoport, *Bankruptcy Ethics Issues for Solos and Small Firms*, in ATTORNEY LIABILITY IN BANKRUPTCY (Corinne Cooper, ed. & Catherine E. Vance, contributing ed., ABA 2006) (solicited manuscript).

Nancy B. Rapoport, *Lord of the Flies: The Development of Rules Within an Adolescent Culture*, in SCREENING JUSTICE—THE CINEMA OF LAW: FIFTY SIGNIFICANT FILMS OF LAW, ORDER AND SOCIAL JUSTICE 253 (Rennard Strickland, Teree Foster & Taunya Banks, eds. 2006) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=949168.

Nancy B. Rapoport, *Dr. Jekyll & Mr. Skilling: How Enron's Public Image Morphed from the Most Innovative Company in the Fortune 500 to the Most Notorious Company Ever*, in ENRON: CORPORATE FIASCOS AND THEIR IMPLICATIONS 77 (Nancy B. Rapoport & Bala G. Dharan, eds.) (Foundation Press 2004) (essay co-written with Jeffrey D. Van Niel), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=505662.

Publications—Articles, Book Reviews, and Essays

Jennifer Gross & Nancy B. Rapoport, *Is the Attorney-Client Privilege Under Attack?*, GP | SOLO MAGAZINE 47 (October-November 2010), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1704026.

Nancy B. Rapoport, *Rethinking Fees in Chapter 11 Bankruptcy Cases*, 5 J. BUS. & TECH. LAW 263 (2010) (solicited manuscript for University of Maryland School of Law's symposium on Examining Government Reform in the Financial Crisis), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1625102.

Nancy B. Rapoport, *Through Gritted Teeth and Clenched Jaw: Court-Initiated Sanctions Opinions in Bankruptcy Courts*, 41 ST. MARY'S L.J. 701 (2010) (solicited manuscript for St. Mary's 9th Annual Symposium on *Legal Malpractice and Professional Responsibility*), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1628275.

C.R. Bowles & Nancy B. Rapoport, *Debtor Counsel's Fiduciary Duty: Is There a Duty to Rat in Chapter 11?*, 29 AM. BANKR. INST. JOURNAL 16 (2010), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1544930.

Nancy B. Rapoport, *Academic Freedom and Academic Responsibility* (reviewing MATTHEW W. FINKIN & ROBERT C. POST, FOR THE COMMON GOOD: PRINCIPLES OF AMERICAN ACADEMIC FREEDOM (Yale University Press 2009)), in 13 GREEN BAG 2D 191 (Winter 2010) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1544932.

Eric Van Horn & Nancy B. Rapoport, *Restructuring the Misperception of Lawyers: Another Task for Bankruptcy Professionals*, 28 AM. BANKR. INST. JOURNAL 44 (2009), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1472211.

Nancy B. Rapoport, *Where Have All the (Legal) Stories Gone?*, M/E INSIGHTS 7 (Fall 2009) (publication of the Association of Media and Entertainment Counsel), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1545443.

Nancy B. Rapoport, *The real reason why businesses make bad decisions* (reviewing JONATHAN R. MACEY, CORPORATE GOVERNANCE: PROMISES KEPT, PROMISES BROKEN (Princeton University Press 2008)), in 18 BUS. LAW TODAY 52 (July/Aug. 2009) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1425118.

Nancy B. Rapoport, *Lessons From Enron—And Why We Don't Learn From Them*, May/June 2009 COMMERCIAL LENDING REVIEW 23, available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1413937.

Colin Marks & Nancy B. Rapoport, *Corporate Ethical Responsibility and the Lawyer's Role in a Contemporary Democracy*, 77 FORDHAM L. REV. 1269 (2009) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1376475.

Nancy B. Rapoport & Roland Bernier III, *(Almost) Everything We Learned About Pleasing Bankruptcy Judges, We Learned in Kindergarten*, 27 AM. BANKR. INST. J. 16 (July/August 2008), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1157103.

Nancy B. Rapoport, *The Curious Incident of the Law Firm That Did Nothing in the Night-Time* (reviewing MILTON C. REGAN, JR., EAT WHAT YOU KILL: THE FALL OF A WALL STREET LAWYER (Univ. of Michigan Press 2004)), in 10 LEGAL ETHICS 98 (2007) (<http://www.hartjournals.co.uk/le/index.html>), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1017627.

Nancy B. Rapoport & Roland Bernier, *Bankruptcy Pro Bono Representation of Consumers: The Seven Deadly Sins*, 44 HOUS. LAWYER 18 (June 2007), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1051221.

Nancy B. Rapoport, *Not Quite "Them," Not Quite "Us": Why It's Difficult for Former Deans to Go Home Again*, 38 U. TOLEDO L. REV. 581 (2006) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936251.

Nancy B. Rapoport, *Eating Our Cake and Having It, Too: Why Real Change Is So Difficult in Law Schools*, 81 IND. L.J. 359 (2006) (solicited manuscript) (symposium at Indiana University-Bloomington School of Law—*The Next Generation of Law School Rankings*), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=703843.

Nancy B. Rapoport, *Enron and the New Disinterestedness—The Foxes Are Guarding the Henhouse*, 13 AM. BANKR. INST. L. REV. 521 (2005) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936167.

Nancy B. Rapoport, *Decanal Haiku*, 37 U. TOLEDO L. REV. 131 (2005) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936166.

Nancy B. Rapoport, *Recent Developments in Bankruptcy Law*, 35 TEXAS TECH. L. REV. 543 (2004) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=938551.

Nancy B. Rapoport, *Zen and the Art of Shared Governance*, 35 U. TOLEDO L. REV. 169 (2003) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936247.

Nancy B. Rapoport, *Examining Enron's enablers: Watkins' perspective makes Swartz's account stand out*, HOUSTON CHRONICLE, March 23, 2003, at Zest 15 (solicited book review).

Nancy B. Rapoport, *Enron, Titanic, and the Perfect Storm*, 71 FORDHAM L. REV. 1373 (2003) (solicited essay for a special issue on ethics), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=498122; also included as an essay in ENRON: CORPORATE FIASCOS AND THEIR IMPLICATIONS 927 (Nancy B. Rapoport & Bala G. Dharan, eds.) (Foundation Press 2004).

Nancy B. Rapoport, *The Intractable Problem of Bankruptcy Ethics: Square Peg, Round Hole*, 30 HOFSTRA L. REV. 977 (2002) (solicited essay for ethics symposium), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936235.

Nancy B. Rapoport, *In Memoriam: Yale Rosenberg*, 39 HOUS. L. REV. 869 (2002) (solicited essay), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1598446.

Nancy B. Rapoport & Jeffrey D. Van Niel, "Retail Choice" Is Coming: Have You Hugged Your Utilities Lawyer Today? (Part II), August 2002 NORTON BANKRUPTCY LAW ADVISER 2, available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=963913.

Nancy B. Rapoport, *Multidisciplinary Practice After In Re Enron: Should the Debate on MDP Change At All?*, TEXAS BAR JOURNAL 446 (May 2002), available at <http://www.texasbar.com/Template.cfm?Section=Home&Template=/ContentManagement/ContentDisplay.cfm&ContentID=5999>.

Nancy B. Rapoport & Jeffrey D. Van Niel, "Retail Choice" Is Coming: Have You Hugged Your Utilities Lawyer Today? (Part I), February 2002 NORTON BANKRUPTCY LAW ADVISER 4, available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=963912.

Nancy B. Rapoport, *Is "Thinking Like a Lawyer" Really What We Want to Teach?*, in *Erasing Lines: Integrating the Law School Curriculum*, 2001 ALWD CONF. PROCEEDINGS 91, available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936248.

Nancy B. Rapoport, *When Local IS Global: Using a Consortium of Law Schools to Encourage Global Thinking*, 20 PENN STATE INT'L LAW REVIEW 19 (2001) (transcript of AALS Annual Meeting session).

Nancy B. Rapoport, *Of Cat-Herders, Conductors, Fearless Leaders, and Tour Guides*, 33 U. TOLEDO L. REV. 161 (2001) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936245.

Nancy B. Rapoport, *Presidential Ethics: Should a Law Degree Make a Difference?*, 14 GEO. J. L. ETHICS 725 (2001), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=260021.

Nancy B. Rapoport, *Going from "Us" to "Them" in Sixty Seconds*, 31 U. TOLEDO L. REV. 703 (2000) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936171.

Nancy B. Rapoport, *Dressed for Excess: How Hollywood Affects the Professional Behavior of Lawyers*, 14 NOTRE DAME J. OF LAW, ETHICS & PUBLIC POLICY 49 (2000) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936188.

Nancy B. Rapoport, *Ratings, Not Rankings: Why U.S. News & World Report Shouldn't Want To Be Compared To Time and Newsweek—or The New Yorker*, 60 OHIO ST. L.J. 1097 (1999), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936246.

Nancy B. Rapoport, *Living "Top-Down" in a "Bottom-Up" World: Musings on the Relationship Between Jewish Ethics and Legal Ethics*, 78 NEB. L. REV. 18 (1999), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936241.

Nancy B. Rapoport, *Moral Bankruptcy: Modeling Appropriate Attorney Behavior in Bankruptcy Cases*, THE NEBRASKA LAWYER 14 (March 1999) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1598447.

Nancy B. Rapoport, *The Need For New Bankruptcy Ethics Rules: How Can "One Size Fits All" Fit Anybody?*, 10 PROFESSIONAL LAWYER 20 (1998) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=939448.

Nancy B. Rapoport, *Our House, Our Rules: The Need for a Uniform Code of Bankruptcy Ethics*, 6 AM. BANKR. INST. L. REV. 45 (1998) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936343.

C.R. Bowles & Nancy B. Rapoport, *Has the DIP's Attorney Become the Ultimate Creditors' Lawyer in Bankruptcy Reorganization Proceedings?*, 5 AM. BANKR. INST. L. REV. 47 (1997) (symposium manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936240.

Nancy B. Rapoport, *Ethics: Is Disinterestedness Still a Viable Concept? A Roundtable Discussion*, 5 AM. BANKR. INST. L. REV. 201 (1997) (solicited transcript) (with co-panelists John D. Ayer, the Hon. Charles N. Clevert, the Hon. Joel Pelofsky & Bettina Whyte), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936340.

Nancy B. Rapoport, *Turning the Microscope on Ourselves: Self-Assessment by Bankruptcy Lawyers of Potential Conflicts of Interest in Columbus, Ohio*, 58 OHIO ST. L.J. 1421 (1997), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=938611.

Nancy B. Rapoport, *Avoiding Judicial Wrath: The Ten Commandments for Bankruptcy Practitioners*, 5 J. BANKR. L. & PRAC. 615 (September/October 1996) (solicited manuscript), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=940769.

Nancy B. Rapoport, *Seeing the Forest and The Trees: The Proper Role of the Bankruptcy Attorney*, 70 IND. L.J. 783 (1995), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=938527.

Nancy B. Rapoport, *Worth Reading: Review of Annual Survey of Bankruptcy Law*, TURNAROUNDS AND WORKOUTS (Beard Group, Inc.), January 15, 1995, at 6 (solicited book review).

Nancy B. Rapoport, *Turning and Turning in the Widening Gyre: The Problem of Potential Conflicts of Interest in Bankruptcy*, 26 CONN. L. REV. 913 (1994), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=936337.

Publications—Op-Eds

Nancy Rapoport, *Board Smart Not to Raise the Superintendent Salary Stakes*, LAS VEGAS SUN, September 5, 2010, available at <http://www.lasvegassun.com/news/2010/sep/05/board-smart-not-raise-superintendent-salary-stakes/>.

Nancy B. Rapoport, *Enron an Example: Grads Lost in Trees*, HOUSTON CHRONICLE, February 24, 2002, at 4H.

Nancy B. Rapoport, *Wrestling with the Problem of Potential Conflicts of Interest in Bankruptcy*, 26 BANKRUPTCY COURT DECISIONS WEEKLY NEWS AND COMMENT (LRP Publications), March 7, 1995, at A3 (solicited editorial).

Grants

2002 Participant, Harvard Institutes for Higher Education MLE Program (partial scholarship from Harvard, \$1,000 in 2001—had to withdraw, due to the aftermath of Tropical Storm Allison, but returned to participate in 2002).

1999 Participant, Harvard Institutes for Higher Education Management Development Program (partial scholarship from Harvard, \$1,000).

1995 Instructional Technology Small Grant (Ohio State funds; \$850).

1995 West Publishing/NCAIR Fellow (\$15,000 grant for developing a computer program that teaches law students about conflicts of interest in bankruptcy law).

1994 participant in Summer Institute of the Law & Society Association (Wellesley, Massachusetts).

1993 University Seed Grant for the study of creditor representation in bankruptcy (1993 grant from Ohio State University's Office of Research & the College of Law).

Special training

Attended STAR: A Systematic Approach to Mediation Strategies, Straus Institute for Dispute Resolution, Pepperdine University School of Law (June 2008) (attended on a grant from Pepperdine)

Selected academic presentations

Roger Williams University School of Law, Women Who Lead Series, *Why the World Needs Nay-Sayers* (March 2010) (keynote speaker).

Distinguished Lecturer, The Chapman Dialogue Series, Chapman University School of Law, *Why No Amount of Regulation Is Likely to Prevent Corporate Scandals* (February 2010).

Presentation at 2010 Association of American Law Schools' Annual Meeting: Section on Women in Legal Education, *Succeeding in Legal Education* (January 2010).

Presentation at 2009 Association of American Law Schools' Annual Meeting: Committee on Curriculum Issues Program on Redesigning Legal Education (January 2009).

Presentation at Fordham Law School's Colloquium, *The Lawyers' Role in a Contemporary Democracy* (September 2008) (invited speaker).

Adjunct professor, St. John's University School of Law, LL.M. in Bankruptcy Program (Enron seminar) & invited speaker, St. John's University School of Law Faculty, *Enron: Is It Still Relevant?* (March 2006 & March-April 2007).

Invited panelist, *Legal Ethics—What Needs Fixing?*, The 2001 Legal Ethics Conference, Hofstra University School of Law (September 2001).

Invited speaker, *Teaching Bankruptcy as a Vehicle for Teaching Other Values*, AALS Bankruptcy Workshop, St. Louis, Missouri (May 2001).

Invited panelist, *Local Cultures + Judicial Discretion = National Confusion?: Equities, Equations, and the "Uniformity" of the Bankruptcy Code*, Annual Conference of the Association of American Law Schools, Creditors' & Debtors' Rights Section (January 1998).

Invited speaker, *Disinterestedness and the Chapter 11 Professional*, National Conference of Bankruptcy Judges, Annual Meeting (October 1997).

Invited faculty member, *Bankruptcy Issues*, Eastern District of Pennsylvania Bankruptcy Conference (January 1996, January 1997, January 1998, and January 1999).

Selected CLE and other professional presentations

Southeastern Bankruptcy Law Institute, SBLI Visiting Scholar Presentation, *The Case for Value Billing in Chapter 11* (2011).

Law School Admission Council's Annual Meeting, "*Soothing the Savage Beast*": *The Art of Working Effectively With Difficult People* (with Floyd Weatherspoon) (2011).

Bankruptcy Law Section of the State Bar of Texas Bench/Bar Conference, "*Money, Money, Money*" *Red Flags to Fee Examiners and Solutions to Those Red Flags*, (with the Hon. H. Christopher Mott, Kemp Sawers, & Warren H. Smith) (2011).

American Bankruptcy Institute's Annual Spring Meeting, *Fulfilling the Fiduciary Duty in a Complex Commercial World* (with Richard M. Meth & Judith Greenstone Miller) (2011) (plenary session).

Association of American Law Schools, Annual Meeting, Section on Continuing Legal Education (co-sponsored by Section for the Law School Dean), *Exploring the Options for the Future of Legal Education* (with Kellye Y. Teste, Daniel McCarroll, Gary A. Munneke, and Ellen Y. Suni) (January 2010).

National Conference of Bankruptcy Judges, *(Almost) Everything You Wanted to Know About...Getting Retained and Committee Solicitation Issues – The Problems, the Rules and the Enforcers* (October 2009).

ABI Southwest Bankruptcy Conference, *Multimedia Ethics Presentation; Perspectives from the Bench and Ethical Issues*; and *Ethics—Walking in the Grey Areas: Advising Clients and Avoiding Pitfalls in Ethically Unsettled Areas* (September 2009).

Department of Energy & Contractor Attorneys' Association, Inc.'s Annual Meeting, *Ethics in the Corporate World* (May 2009).

ALI-ABI Live Telephone Seminar and Audio Webcast: Ethics and Professionalism Series, *When Bankruptcy Comes Calling on Your Client: Five Common Ethical Mistakes* (April 2009).

Speaker, Alaska Bar Association and Alaska Bankruptcy Bar, *Ethics and Popular Culture and Issues in Bankruptcy Ethics* (March 2009).

Moderator and speaker, National Conference of Bankruptcy Judges, 82d Annual Conference, *Ethical Fee Limits: Getting Paid and Getting What You Deserve* (Sept. 2008).

Invited speaker, National Conference of Consumer Bankruptcy Attorneys, 16th Annual Conference, *Ethics Issues* (May 2008).

Invited panelist, American Bankruptcy Institute's 26th Anniversary Annual Spring Meeting, *Beyond Ethics: The Coexistence of Zealousness, Professionalism and Civility in the Insolvency Community* (April 2008).

Invited panelist, American Bankruptcy Institute's 19th Annual Winter Leadership Conference, *Presentation of Fee Study* (February 2008).

Invited panelist, National Conference of Bankruptcy Judges, 81st Annual Conference, Commercial Law League of America's 22nd Annual Educational Program's panel on *Preemption and Federalism Issues in Bankruptcy* (October 2007).

Invited panelist, American Bankruptcy Institute's 15th Annual Southwest Bankruptcy Conference, *Ethics: Negotiating the Sanctions Minefield* (September 2007).

American Bankruptcy Institute's 25th Annual Spring Meeting, *The Application of State Ethics Rules in Bankruptcy: Are We Just Holding Our Noses and Looking the Other Way?* (April 2007).

Invited speaker (with Martin Bienenstock), *Conflicts Writ Large: Intercreditor Issues and Issues with Fees and Overbilling*, 25th Anniversary Jay L. Westbrook Bankruptcy Conference, University of Texas CLE (November 2006).

Invited panelist, ABA Luncheon Meeting, *Examining the Examiner*, National Conference of Bankruptcy Judges (October 2004).

Invited panelist, *Current Bankruptcy Ethics Issues: It's Not That You Ought To! It's That You "Got To!"*, National Conference of Bankruptcy Judges (October 2004).

Invited speaker, *Lessons To Be Learned From the Rise and Fall of High-Profile Corporate Entities—The Scandals—How to Identify Red Flags in Revenue Reporting and Financial Statements* (NACD Houston Chapter, Sept. 2004) (with Bala G. Dharan and Steven C. Currall).

Invited panelist, State Bar of Texas Annual Meeting, Business Law & Corporate Counsel Sections, *Moral Independence of Lawyers vs. Moral Interdependence* (June 2003).

Invited panelist, *Bankruptcy Ethics*, Commercial Law League of America, Annual Meeting (April 2003).

Invited panelist, *Ethics, Governance, and Bankruptcy After Enron*, 4th Annual Barry L. Zaretsky Roundtable, Brooklyn Law School (April 2003).

Keynote speaker, *Corporate Scandals (Enron, Andersen, Tyco & World Com)—What Went Wrong?*, Southeastern Finance Association (March 2003) and Southern Academy of Legal Studies (March 2003).

Invited speaker, *Debtor Wrongdoing: Ethical Implications for Lawyers*, The University of Texas School of Law CLE: The 21st Annual Bankruptcy Conference & Personal Injury Conference (November 2002).

Invited panelist, *What's Wrong With Us??!!—A Fascinating Look at Ourselves, Through the Eyes of Judges and Others*, National Association of Bankruptcy Trustees, Annual Conference (August 2002).

Invited panelist, *A Look Inside the Mega-Case*, 10th Annual Southwest Bankruptcy Conference,

American Bankruptcy Institute (September 2002).

Invited speaker, *Conflicts, Ethical Duties and Independence: Lessons from Enron*, The University of Texas School of Law CLE: The 24th Annual Corporate Counsel Institute (August 2002).

Invited speaker, *Lessons in Character from Enron*, NASA National Managers Association (April 2002).

Invited speaker, *Conflicts, Ethical Duties and Independence: Lessons from Enron*, The University of Texas School of Law CLE: The 24th Annual Corporate Counsel Institute (April 2002—Dallas & Houston).

Invited speaker, *Bankruptcy Ethics—How Do We Find Out What We’re Doing Wrong (Or Right)?*, 20th Annual Bankruptcy Conference, University of Texas Law School (November 2001).

Invited panelist, *Tell Me What You Really Want—How Behavior (On Both Sides of the Bench) Can Impact Your Case*, National Conference of Bankruptcy Judges (October 2001).

Invited panelist, *Bankruptcy Ethics*, Winter Leadership Conference, American Bankruptcy Institute (December 2000).

Invited speaker, *Ethical Problems: Dual Representation in Chapter 11*, and *Ethics: Pre-Bankruptcy Planning and Ethical Limitations*, Twenty-Fourth Annual Bankruptcy Law & Practice Seminar, Stetson University College of Law (December 1999).

Invited speaker, *Reflections of an Ex-Novice Dean*, American Bar Association’s Workshop for New Law Deans (June 1999).

Media appearances

Appearances on a variety of local, national, and international news broadcasts, and in local, national, and international news articles, on various bankruptcy, corporate law, and other legal issues, including the Enron bankruptcy case, the Arthur Andersen trial, and the Anna Nicole death (December 2001-present).

Appeared in Academy Award®-nominated documentary, *Enron: The Smartest Guys in the Room* (Magnolia Pictures 2005).

Due Process with William F. Schenck, Prosecuting Attorney, Greene County, Ohio (October 23, 1996) (discussing legal education).

Contributor to the following blogs:

NANCY RAPOPORT’S BLOGSPOT, <http://nancyrapoport.blogspot.com/>.

LAW SCHOOL SURVIVAL MANUAL, <http://lawschoolsurvivalmanual.blogspot.com/>.

CORPORATE SCANDAL WATCH, <http://corporatescandalwatch.blogspot.com/>.

UNLV LAW BLOG, Contributing Editor, <http://unlvlawblog.blogspot.com>.

MONEYLAW, Contributing Editor, <http://money-law.blogspot.com/>.

LEGAL PROFESSION, Contributing Editor: http://lawprofessors.typepad.com/legal_profession/.

JURIST, Contributing Editor, <http://jurist.law.pitt.edu/>.

THE FACULTY LOUNGE, Guest Blogger, <http://www.thefacultylounge.org/>.

THE CONGLOMERATE, Guest Blogger, <http://www.theconglomerate.org/>.

FEMINIST LAW PROFESSORS, Guest Blogger, <http://feministlawprofs.law.sc.edu/>.

RACE TO THE BOTTOM, Guest Blogger, <http://www.theracetothetbottom.org/home/>.

FEMINIST LAW PROFESSORS, <http://feministlawprofs.law.sc.edu/>.

RACE TO THE BOTTOM, <http://www.theracetothetbottom.org/home/>.

EXPERT WITNESS ACTIVITY

Expert for the Fee Examiner in In re Motors Liquidation Co. (f/k/a General Motors Corp.), United States Bankruptcy Court for the Southern District of New York, Case No. 09-50026 (2011).

Expert for a multinational firm (name kept confidential) on bankruptcy conflicts of interest.

Fee examiner in the various Station Casino bankruptcy cases, United States Bankruptcy Court for the District of Nevada, Case Nos. BK-09-52477 through BK-11-51219 (2011-present).

Expert for the Office of the United States Trustee in three cases: In re Mark Andrew Brown, Case No. 09-44254-jwv7, U.S. Bankruptcy Court, Western District of Maryland; In re Tracy L. Quarm, Case No. 09-20498, U.S. Bankruptcy Court, Northern District of Ohio; and In re John W. Young, Case No. 10-11404, U.S. Bankruptcy Court, Northern District of Ohio (2010) (testified in discovery depositions and at trial; deposition and trial testimony done via videotape).

Expert for the trustee in The Pappg Grantor Trust v. Scott (In re Baltimore Emergency Services II, LLC, et al.), Adversary No. 03-8294-esd, U.S. Bankruptcy Court, District of Maryland (2010).

Expert for Lionel, Sawyer & Collins in Michael Racusin v. Lionel Sawyer & Collins (Case No. 79 194 Y 00108 08), American Arbitration Association (2009-2010) (testified in arbitration).

Expert for the Reorganized Debtor in In re ASARCO, LLC, et al., Case No. 05-21207, U.S. Bankruptcy Court, Southern District of Texas (2010) (testified at trial).

Expert for BuckleySandler LLP in Pulte Homes, Inc. v. Terry Goddard, In His Official Capacity as Attorney General for the State of Arizona and Catherine Cortez Masto, In Her Official Capacity as Attorney General for the State of Nevada, Civil Action No. 1:10-cv-00377, D.C. Cir. (2010).

Court's fee expert and chair of the Fee Review Committee in *In re Pilgrim's Pride Corp.*, Case No. 08-45664 (DML) (Bankr. N.D. Tex 2008) (2009-2010) (testified at hearing).

Expert for the plaintiff in *Judy M. Jackson, M.D. v. Ira Levine et al.*, Case No. A538983, District Court, Clark County, NV (2009-2010) (testified in deposition and at trial).

Expert for the trustee in *Asset Funding Group, L.L.C., Scobar Adventures, L.L.C., AFG Investment Fund 2, L.L.C., and HW Burbank, L.L.C. v. Adams and Reese, L.L.P.*, Case No. 07-2965, E.D. Louisiana (2009) (testified in deposition; made available for trial, but case settled).

Expert for Clausen Miller in *In re Raymond Professional Group, Inc.* (Raymond Professional Group, Inc. v. William A. Pope Company), Adv. No. 07-A-00639, United States Bankruptcy Court, Northern District of Illinois (2008-2009) (testified in deposition and at hearing).

Expert for the plaintiff in *Todd v. Guidance Software, Inc.*, Case No. SACV 08-1354 JVS (ANx), United States District Court, Central District of California (2008-2009).

Expert for the debtor in *Sports Shinko Co. v. Franklin K. Mukai*, Case No. CV 04-00127 ACK/BMK, United States District Court, D. Hawaii (2007-2008).

Expert for the trustee in *In re Mego Financial Corp., et al.*, Case Nos. BK-N-03-52300-GWZ through BK-N-03-52304-GWZ and BK-N-03-52470-GWZ through BK-N-03-52474-GWZ, United States Bankruptcy Court, D. Nev. (2007-2008) (testified at deposition).

Expert for Pillsbury Winthrop in *In re SONICBlue Incorporated*, Case Nos. 03-51775 through 03-51778 MM, United States Bankruptcy Court, Northern District of California (2007) (made available to testify in court early in the case; did not testify).

Expert for the trustee in *In re Southwest Florida Heart Group, P.A.*, Case No. 9:05-bk-17167-ALP, United States Bankruptcy Court, Middle District of Florida (2007) (testified in deposition).

Expert for Beirne, Maynard & Parsons in *Brazos Electric Power Cooperative, Inc. v. Tenaska IV Texas Partners* and related cases (2003-2004; 2006-2007) (testified in depositions).

Expert for Beirne, Maynard & Parsons in *Hicks v. Charles Pfizer & Co.*, Civil Action No. 1:04CV201, United States District Court, Eastern District of Texas (2006).

Expert for Benjamin Hall, Esq., in *Costilla Energy, Inc.*, by and through its litigation trustee, *George Hicks v. Joint Energy Development Investments II*, 49th Judicial District, Zapata County, Texas (2006-2008) (testified in deposition).

Expert for Winstead, Secrest & Minick in an issue involving conflicts of interest (2005).

Expert for Beckley, Singleton in *Fremont Investment & Loan v. Beckley Singleton, Chtd. and Sidney Bailey*, Case No. CV-S-03-1406-JCM-RJJ (D. Nevada 2003) (2005-2006) (testified in deposition).

Expert for the debtor in *In re ACandS, Inc.*, Case No. 02-12687, United States Bankruptcy Court, D. Delaware (2004-2005) (testified at hearing).

Court's fee expert and chair of the Fee Review Committee in *In re Mirant Corporation*, Case No. 03-46590 (Bankr. N.D. Tex 2003) (2003-2006) (testified in deposition and at hearing).

Expert witness for Latham & Watkins regarding Section 414 of H.R. 333 (changes in "disinterestedness" standard of 11 U.S.C. § 101(14)) (March-April 2003).

Expert witness for the Office of Disciplinary Counsel, *In re Charles William Ewing*, Case No. 97-5, before the Board of Commissioners on Grievances and Discipline of the Bar of the Supreme Court of Ohio (1998).

ADVICE COLUMN

"Ms. Ps and Qs": ethics advice column for the National Association of Chapter 13 Trustees (2011-present).

AMICUS BRIEFS

Brief of Legal Ethics Professors and Practitioners and the Ethics Bureau at Yale as Amici Curiae in Support of Petitioner, *Maples v. Thomas*, Case No. 10-63, United States Supreme Court (May 25, 2011).

Brief of Amicus Curiae, *Warren v. Seidel*, United States District Court for the District of Ohio, Case No. 2:10-cv-01049-MHW (2010), available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1843496.

Brief of 30 Leading Ethicists as Amici Curiae in Support of the Petitioner, *Charles Dean Hood v. State of Texas*, Case No. 09-8610, United States Supreme Court (February 18, 2010), available at 2010 WL 638469.

Brief of Amicus Curiae, *Danny Joe McClure and Kimberly Deskins McClure, Plaintiffs, v. Bank of America, Creditors Financial Group, LLC, and Peter Rebelo, Defendants*, Bankr. N.D. Tex. 2010, Adv. No. 08-04000-DML, available at http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1550353.

HONORS, BAR ADMISSIONS, MEMBERSHIPS, AND COMMUNITY SERVICE

Honors

Southeastern Bankruptcy Law Institute Distinguished Visiting Scholar (week-long visits at Georgia State College of Law) (2011).

2008 Public Service Counsel of the Year, 4th Annual Association of Media and Entertainment Counsel (2009).

Fellow, American College of Bankruptcy (2005-present).

Named a “Woman of Vision” by the Houston Delta Gamma Foundation (2004).

Fellow, American Bar Foundation (2002-present).

Received a Distinguished Alumna Award from Rice University (2002).

Named by the Greater Houston Area Chapter of the National Council of Jewish Women as a “Woman of Influence” (2001).

Elected to membership in the American Law Institute (2001).

Honored in 2000 by the Nebraska State Bar Association as a Legal Pioneer for Women in the Law (first woman to serve as the dean of a Nebraska law school).

Awarded 1998 Fellowship from the AMERICAN BANKRUPTCY LAW JOURNAL (awarded to five academics attending the 1998 National Conference of Bankruptcy Judges).

Bar admissions

United States District Court, District of Nevada (2009).

Nevada Supreme Court (2008).

United States District Court, Northern District of Texas (2003).

Texas Supreme Court (2001).

United States Supreme Court (2000).

Nebraska Supreme Court (1999).

Ohio Supreme Court (1993).

United States District Court for the District of Hawaii (1988).

California Supreme Court (1987).

United States Court of Appeals for the Ninth Circuit (1987).

United States District Courts for the Northern, Eastern, Central, and Southern Districts of California (1987).

Editorial boards

Association of American Law Schools, JOURNAL OF LEGAL EDUCATION (2007-2010).

State Bar of Texas, TEXAS BAR JOURNAL Board of Editors (2003-06); State Bar of Texas, TEXAS BAR JOURNAL, Editorial Board Committee (2001-2004).

California Bankruptcy Journal (1995-2002).

Selected board memberships

JURIST Board of Directors (<http://jurist.law.pitt.edu/>) (2008-2011).

American Bankruptcy Institute Board of Directors (2008-present).

American Board of Certification (board certification for bankruptcy lawyers) (2007-2009) (rejoined in 2010 to become Dean of Faculty, 2011-present).

Association of Rice Alumni Board (2006-2009).

Texas Center for Legal Ethics (2004-2006).

Houston Chapter of the Texas General Counsel Forum (2001-2005).

Law School Admissions Council Board of Trustees (2001-2004).

Selected national service activities

American Bankruptcy Institute's Task Force on Young and New Members (2011-present);
American Bankruptcy Institute's Task Force on National Standards for Professionals (2011-present).

Association of Media and Entertainment Counsel, Co-Chair, Law School Section (2010-present).

American Bar Association, Section on Legal Education, Committee on Law School Administration (2008-2010); Chair-Elect (2010); Chair (2011-present).

American Bar Association, Section on Business Law, Committee on Corporate Counsel, Subcommittee on Corporate Governance (co-chair, with Roberta Torian) (2007-2010).

Advisory Committee, American Bankruptcy Institute's consumer bankruptcy fee study (advisor to Professor Lois Lupica) (2008-present).

Advisory Committee, American Bankruptcy Institute's Chapter 11 fee study (advisor to Professor Stephen Lubben) (2005-2007).

American Bankruptcy Institute's Task Force on Pro Bono (2007).

American Bar Association's Task Force on Attorney Discipline (2005).

Faculty member, ABA New Deans' School (May-June 2003, June 2004, and June 2005).

Academic advisor, National Governmental Affairs Committee, Commercial Law League of America (CLLA) (2002-2006).

Advisory Committee, *The Birth of the Dot-Com Era*, project for the Library of Congress (Project Manager, Prof. David Kirsch, University of Maryland) (advising the Library of Congress on what to do with the records of now-defunct law firm of Brobeck, Phleger & Harrison) (2004-2007).

National Association of Corporate Directors (2004-2006).

Commercial Law League of America, Professional Responsibility Committee (2003-2005).

Advisor, Commercial Law League of America's National Government Affairs Committee (2002-2003).

Nebraska State Bar Association (1999-present).

National Association of College & University Attorneys (1998-2006).

Commercial Law League of America (1998-present).

Ohio State Bar Association (1997-present).

American Bankruptcy Institute (1994-present).

American Bar Association (1987-present).

PERSONAL INFORMATION

Native Texan: born in Bryan, Texas. Married to Jeffrey D. Van Niel.