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In private practice, Jim represents publicly- and privately-held corporations and other entities in securities offerings and other financing transactions. Jim has advised buyers or sellers in more than 250 mergers or acquisitions, including many valued at more than one billion dollars. In the past three years, Jim has served as Maryland corporate counsel to Capital Automotive, Arden Realty, Town and Country Trust, Bedford Properties, MeriStar Hospitality, Prentiss, Pan Pacific, Reckson and, most recently, Equity Office Properties, Innkeepers USA Trust and Eagle Hospitality in their mergers, as well as to General Growth Properties, 3M and Huntington Bancshares in acquisitions by them. He has also represented parties in cross-border mergers and acquisitions, joint ventures and other transactions. Jim regularly serves as independent counsel to the boards of directors and board committees of major U.S. corporations and as an expert witness in connection with major transactions, stockholder litigation, conflicts of interest and corporate governance issues. Jim also advises foreign governments on revision of their corporate and securities laws.

Jim is Adjunct Professor of Law at Cornell and Northwestern Law Schools, where he has taught courses in securities regulation, mergers and acquisitions and corporate governance. He has also taught classes in corporation law at various law schools in the United States and the Republic of South Africa and at the Institute of Law in Beijing. Jim is the author of the 600-page treatise *Maryland Corporation Law* and the co-author (with former Stanford Law School Dean Bayless Manning) of the third edition of *Legal Capital*. He is also the author of several law review articles and is a frequent speaker on corporation law issues. Jim has been actively involved in the revision of the Model Business Corporation Act and is a member of The American Law Institute. During the Fall, 2003, he was Commerzbank Visiting Professor of Law at Bucerius Law School, in Hamburg, Germany, and taught there again in the Fall, 2005. Jim appears in the 2007 edition of *The Best Lawyers in America* in three categories: Corporate Governance and Compliance Law, Corporate Law, and Mergers and Acquisitions Law.

Jim received his A.B. from Princeton University; his LL.B. from the University of Maryland Law School, where he was an editor of the *Maryland Law Review*; and an LL.M. from Harvard Law School. During the 1967–68 term, he served as law clerk to Judge Charles Fahy of the United States Court of Appeals for the District of Columbia Circuit.