

J. WILLIAM CALLISON

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LEGAL EXPERIENCE

- January 1997 to Present Partner, Faegre Baker Daniels LLP, Denver, Colorado
Practice emphasizing corporate law, partnership law, limited liability company law, business planning, tax law, and affordable housing and community development law
- June 1981 to December 1996 Moye, Giles, O'Keefe, Vermeire & Gorrell LLP, Denver, Colorado
Partner: January 1988 to December 1996
Associate: September 1982 to December 1987
Summer Associate: June 1981 to August 1981
- January 1982 to June 1982 Law Clerk to The Honorable Murray Richtel
Twentieth Judicial District of Colorado
Boulder, Colorado

EDUCATION

- 2015 **TILBURG UNIVERSITY LAW SCHOOL**, Tilburg, The Netherlands
- Candidate for Ph.D. Degree (dissertation completed).
- 1999 to 2000 **YALE LAW SCHOOL**, New Haven, Connecticut
- Master of Laws (LL.M.) Degree, May 2000
- 1979 to 1982 **UNIVERSITY OF COLORADO SCHOOL OF LAW**, Boulder, Colorado
- Juris Doctor Degree, May 1982
 - Order of the Coif
 - National President: Association of Student International Law Societies
 - Legal Writing Fellowship
 - University of Colorado Moot Court Team: Philip C. Jessup International Law Moot Court Competition
- 1973 to 1977 **OBERLIN COLLEGE**, Oberlin, Ohio
- Bachelor of Arts Degree, May 1977
 - Majors: Government and History
 - Three Letters in Lacrosse

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PUBLICATIONS

Treatises

J.W. Callison, Partnership Law and Practice: General and Limited Partnerships, West Publishing Company (1992) (annual supplementation)

J.W. Callison and M.A. Sullivan, Limited Liability Companies: A State-by-State Guide to Law and Practice, West Publishing Company (1994) (annual supplementation)

Articles and Chapters

“Dangling Threads: Hobby Lobby and Corporate Law Issues,” 48 U. Memphis L. Rev. 447 (2017).

“Seeking an Angle of Repose in U.S. Business Organization Law: Fiduciary Themes and Observations,” 77 U. Pitt. L. Rev. 441 (2016).

“Inclusive Communities: Geographic Desegregation, Urban Revitalization and Disparate Impact Under the Fair Housing Act,” 46 U. Memphis L. Rev. 1039 (2016).

“Achaian and Interest Transfers Among Existing Partners and Members,” in R. Hillman & M. Loewenstein (eds.), Research Handbook in Partnerships, LLCs and Alternative Forms of Business Organizations, Edward Elgar Publishing (2015).

“Benefit Corporations, Innovation and Statutory Design”, 26 Regent U. L. Rev. 143 (2013).

“Encounters With the Archcontractarian: Multiple Views of Fiduciary Duties During the Rise of the Uncorporation,” paper for symposium on work of Prof. Larry Ribstein at 2013 meetings of American Association of Law Schools.

“Putting New Sheets on a Procrustean Bed: How Benefit Corporations Address Fiduciary Duties, the Dangers Created, and Suggestions for Change”, 2 Am. U. Bus. L. Rev. (2012).

“Nine Bean-Rows LLC: Using the Limited Liability Company to Hold Vacation Homes and Other Personal-Use Property”, 38 Wm. Mitchell L. Rev. 592 (2012)

“Triple Error: Chief Justice Steele and Default Contractual Duties in Delaware Limited Liability Companies and Limited Partnerships”, Institute of Delaware Corporate and Business Law (Widener Law School), On-Line Symposium on Default Fiduciary Duties in LLCs and LPs (2011)
(<http://ssrn.com/abstract=1970387>)

“Charging Order Exclusivity: A Pragmatic Approach to *Olmstead v. FTC*”, 66 Bus. Law. 339 (2011)

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“The L3C Illusion: Why Low-Profit Limited Liability Companies Will Not Stimulate Socially Optimal Private Foundation Investment in Entrepreneurial Ventures”, 35 Vt. L. Rev. 273 (2010)

“Achieving Our Country: Low-Income Housing Tax Credits and Geographic Desegregation”, 19 S. Cal. J. Law & Social Justice 213 (2010)

“To Tame the Mandibles of Death: Secrecy, Disclosure and Fiduciary Duties in the Revised Uniform Limited Liability Company Act”, 59 Cath. U. L. Rev. 183 (2010) (with Allan W. Vestal)

“Contractarianism and Its Discontents: Reflections on Unincorporated Business Organization Law”, 42 Suffolk U. L. Rev. 493 (2009) (with Allan W. Vestal)

“Why a Fiduciary Duty Shift to Creditors of Insolvent Business Entities is Incorrect as a Matter of Theory and Practice”, 1 Md. J. Bus. & Tech. L. 431 (2007)

“The Law Does Not Perfectly Comprehend”: The Inadequacy of the Gross Negligence Duty of Care Standard in Unincorporated Business Organizations, 94 Ky. L. J. 451 (2006)

“Federalism, Regulatory Competition and the Limited Liability Movement,” chapter in “The Governance of Close Corporations and Partnerships: U.S. and European Perspectives,” Oxford University Press (2004)

“Want of a Theory, Again” 37 Suffolk U. L. Rev. 719 (2004) (with Allan W. Vestal)

“Changed Circumstances: Eliminating the *Williamson* Presumption That General Partnership Interests Are Not Securities,” 58 Bus. Law. 1373 (2003)

“Pragmatic Reform: Lessons From the South African Experiment,” 91 Ky. L. J. 841 (2003)

“Rationalizing Limited Liability and Veil Piercing,” 58 Bus. Law. 1063 (2003)

“Federalism, Regulatory Competition, and the Limited Liability Movement: The Coyote Howled and the Herd Stampeded,” 26 J. Corp. L. 951 (2001)

“‘They’ve Created a Lamb With Mandibles of Death’: Secrecy, Disclosure and Fiduciary Duties in Limited Liability Firms,” 76 Ind. L.J. 271 (2001) (co-author with Allan W. Vestal)

“Indeterminacy, Irony, and Partnership Law,” 2 Stanford Agora (2001)

“Venture Capital and Corporate Governance: Evolving the Limited Liability Company to Finance the Entrepreneurial Business,” 26 J. Corp. L. 98 (2000)

“Blind Men and Elephants: Fiduciary Duties Under the Revised Uniform Partnership Act, Uniform Limited Liability Company Act, and Beyond,” 1 J. of

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Small and Emerging Bus. Law. 109 (1997)

Numerous articles for professional publications, including:

“New Entity Classification Regulations,” 26 Colo. Lawyer 3 (April 1997)

“Nonprofit Organizations in Housing and Community Development”, 23 Colo. Lawyer 1025 (May 1994).

“Partnership Law Issues in the Break-up and Dissolution of Law Firms”, 21 Colo. Lawyer 409 (March 1992).

“Low-Income Housing Credit Now Even More Complex”, 72 The Journal of Taxation 148 (March 1990).

“New Credit for Low-Income Housing Provides Investment Incentive”, 66 The Journal of Taxation 100 (February 1987).

PROFESSIONAL ACTIVITIES AND RECOGNITIONS

2016 to Present	Fellow , American College of Real Estate Lawyers
2014 to Present	United Nations Commission on International Trade Law (UNCITRAL) Working Group I , NGO Delegate and Technical Advisor in drafting Model International Business Organization Statute
2014 to Present	Board of Directors: Colorado Center on Law and Policy
2008, 2011	Burton Foundation Award for Legal Achievement, Distinguished Writing Award
2010-11	University of Colorado , Law School Dean Search Committee
2007 to Present	Member: American Law Institute
2005 to Present	Best Lawyers in America: Corporate, Tax, and Charitable and Nonprofit Organizations
2001 to 2006, 2010 to 2013	Executive Committee: Yale Law School Association
1999 to 2003	Chair: Taxation Committee, American Bar Association Section of Business Law
1997 to 2003	President, Vice-President, Secretary: Colorado Association of Corporate Counsel

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- 1993 to Present **Chair (2015 – 2016); Chair-Elect (2014 – 2015); Vice-Chair (2013 – 2014); Governing Committee (2008 - 2017), Colorado Chair (1993-2007), Chair, Annual Conference (2005):** American Bar Association Forum on Affordable Housing and Community Development Law
- 1989 to Present **Member:** Colorado Bar Association Committee on Business Entity Statutes (drafted Colorado Uniform Partnership Act (1997), Colorado LLC Act and amendments, and other statutes)
- 1987 to Present **Board of Directors:** Colorado Lawyers Committee (Executive Committee, 2003 to 2014; Outstanding Sustained Contribution Award, May 2014)
- 1988 to 1989 **Chair:** Tax Section, Colorado Bar Association
- 1986 to 1989 **Executive Council:** Tax Section, Colorado Bar Association
- 1987 to 1988 **Editor:** The Colorado Lawyer, Tax Column
- Admitted to Practice** in Colorado and Texas, and before the United States Tax Court, the United States District Court for Colorado, and the United States Supreme Court
- Member:** American (Business Law Section, Committee on Partnerships and Unincorporated Organizations; Section of Taxation, Committee on Partnerships; Forum Committee on Housing and Community Development Law), and Colorado Bar Associations

ACADEMIC EXPERIENCE

- March 2019 **United Nations**, New York UN Headquarters, Speaker at Colloquium on contractual networks and other forms of inter-firm cooperation
- March 2016 **University of Memphis School of Law**, Speaker at law review symposium on "Urban Revitalization"
- Fall 2014 to Present **Visiting Professor of Law, Tilburg Law School**, Tilburg, The Netherlands – deliver series of lectures on U.S. business organization law
- May 2012 **American University Washington College of Law**, Speaker at conference on Profit Plus Philanthropy: The Emerging Law of "Social Enterprises"
- 2010 to 2011 **Thomson Visiting Professor of Law**, University of Colorado School of Law – Courses: Federal Income Taxation, Partnership Taxation
- 2008 **Feeney Professor of Business Law**, University of Ottawa Law School – Course: U.S. Business Organization Law; delivered biennial Feeney Memorial Lecture in

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Business Law

- May 2008 **Suffolk University School of Law** – Speaker at academic conference on “LLCs at 20”
- 2005 to 2006 **Visiting Professor of Law, University of Kentucky College of Law** – Courses: Federal Income Taxation; Taxation of Business Enterprises
- November 2006 **University of Maryland School of Law** – Speaker at academic conference on “Twilight in the Zone of Insolvency: Fiduciary Duty and Creditors of Troubled Companies.”
- November 2006 **Randall-Park Colloquium, University of Kentucky College of Law, Lexington, Kentucky:** Duty of Care in Unincorporated Business Organizations
- August 1997 to June 2003 **Adjunct Professor of Law, University of Colorado School of Law** - Courses: Real Estate Planning, Land Use
- April 2005 **Second Annual Symposium on Delaware Business Entity Law, Wilmington, Delaware:** Speaker at academic conference on “Fiduciary Duties to Creditors: Evolution or Revolution”
- March 2003 **Widener University Law School:** Moderated panel at academic conference on “Convergence of Fiduciary Duties in Incorporated and Unincorporated Entities”
- November 2002 **University of Maryland School of Law:** Speaker at academic conference on “Entity Rationalization: What Can or Should Be Done About the Proliferation of Business Organizations?”
- May 2001 **Tilburg University, Tilburg, The Netherlands:** Speaker at International Conference on “Close Corporation and Partnership Law Reform in Europe and the United States”
- November 1996 **Washington & Lee University School of Law, Lexington, Virginia:** Francis Lewis Law Center Practitioner in Residence
- October 1996 **Lewis & Clark Law School, Portland Oregon:** Speaker at academic conference on “The Future of the Unincorporated Business Association”
- 1988 to 1989 **Lecturer in Law:** University of Denver College of Law
Course: Federal Income Taxation
- 1987 to Present **Lecturer:** Numerous local and national continuing legal education programs

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OTHER ACTIVITIES

- 2014 to Present **Board of Directors:** Colorado Center for Law and Policy
- 1998 to 2012 **Board of Directors:** Brothers Redevelopment, Inc. (nonprofit affordable housing developer)
- 2001 to 2010 **Board of Directors:** Housing Colorado! (formerly Colorado Affordable Housing Partnership)
- July 1995 and July 2000 **Participant:** Aspen Institute Programs on “Globalism and the Human Condition” and “Democracy in the Information Age,” Aspen, Colorado
- February 1991 to December 1991 **Denver Community Leadership Forum**
University of Colorado at Denver, Graduate School of Public Affairs
- September 1989 to June 1990 **Leadership Denver Program,** Greater Denver Chamber of Commerce
- 1986 to 1994 **Board of Directors:** Women's Leadership Training Institute

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