

## Curriculum Vitae

### ROBERT CARL DOWNS

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Kansas City, Missouri 64110  
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### Professional Experience

1978-Present	Law Professor	UMKC School of Law
1977-78	Adjunct Professor of Law	UMKC School of Law
1977	Adjunct Professor	Central Michigan University
1971-1978	Partner -	Linde, Thomson, VanDyke, Fairchild & Kohn Kansas City, Missouri
1968-1971	Associate -	Linde, Thomson, VanDyke, Fairchild & Kohn

### Representative Honors and Awards

Named a UMKC Law Foundation Scholar, with stipend, 2001 to present time.

Daniel L. Brenner Publishing Award recipient for the 1996-97 academic year, for the best faculty publication of the year. The award was received for the article, "Law and Economics: Nexus of Science and Belief", 27 Pac. L. J. (1995).

The ROBERT C. DOWNS - UMKC School of Law Scholarship.

Class of 1997 created and funded (through donations from students, faculty, alumni and friends) an endowed scholarship in my name. Students, alumni and friends conducted the 1st Annual Bob Downs Golf Tournament to raise funds for the UMKC Law Foundation. Since that time, the golf tournament has become an annual event and has caused the endowment to reach approximately \$400,000. The original scholarship has been awarded to students who have contributed to the life of the law school community through their service to the school. Recipients have coincidentally also been students of high academic standing. That scholarship will continue, with the endowment of \$50,000. All future funding will be utilized to fund the Bob Downs Academic Scholarship, as a part of the new "Scholars Program", and is intended to attract exceptional applicants to the

law school.

Outstanding Professor Award - 1995-96; 1999-2000

Selected by the Senior Classes of 1996 and 2000 and awarded by the UMKC Law Alumni association.

The Elmer P. Pierson Good Teaching Award - 1988

Recommended by the Dean of the Law School and selected by action of the UMKC administration.

Outstanding Individual Contribution Award - 1978

From Renaissance West, Inc., a local United Way sponsored drug rehabilitation organization which I co-founded and assisted during most of the 1970's.

Various scholastic and leadership awards and selections in undergraduate and law school, including:

Rocky Mountain Mineral Law Foundation Award, 1966

Jurisprudence Scholastic Awards and Prizes for the highest class grades in

Evidence, Labor Law, Jurisprudence, Legal Accounting, Securities, Trusts,

Wills and Estates, and Natural Resources Law.

University of Nebraska Law Scholarship - 1963-1966

Roscoe Pound Law Scholarship - 1963-1966

Outstanding Senior Scholastic Award - 1966

President - Nebraska Law Student Association - 1966

President - Law School Class - 1965

Founder & Chair - Nebraska Criminal Law Project - 1965-1966

Semi-finalist- University of Nebraska School of Law Thomas Stinson Allen Moot Court Competition, (1966)

President - Junior Class of Mechanical Engineers - 1962

President - Sigma Phi Epsilon Social Fraternity - 1962-63

## **Publications**

Executive Compensation: In a Culture of Greed and Selfishness is There Room for a Theory of Enough, 4 *Faulkner L. Rev.* 35 (2013)

A History of Women at UMKC School of Law, 72 *UMKC L. Rev.* 1011 (2004)

A History of Minority Students at UMKC School of Law, 68 *UMKC L. Rev.* 511 (2000)

If It Can't Be Lake Woebegone. . . A Nationwide Survey of Law School Grading and Grade Normalization Practices, 65 *UMKC L. Rev.* 819 (1997) (with Nancy Levit).

Derivative Securities: Governmental Entities As End Users, Bankrupts And Other Big Losers, 65 UMKC L. Rev. 483 (1997) (with Lenora Fowler).

The First 100 Years, UMKC School of Law: An Abridged History, 64 UMKC L. Rev. 669 (1996)

Law and Economics: Nexus of Science and Belief, 27 Pac. L. J. 1 (1995) (Lead Article) Winner of the Daniel L. Brenner Publishing Award as the best faculty publication of the 1996-97 academic year.

Piercing the Corporate Veil -- Do Corporations Provide Limited Personal Liability? 53 UMKC L. Rev. 197 (1985)

Missouri Corporation Law with Forms, co-authored with Judge Pasco Bowman, 8<sup>th</sup> Circuit Court of Appeals. The Harrison Company, 1983.

Franchise Regulation: Comprehensive State Regulation Now Unnecessary, 49 UMKC L. Rev. 292 (1981)

There are also teaching and other materials published in the areas of Partnership Taxation and Mergers & Acquisitions, various Continuing Legal Education program materials, and several contributions to ABA Central And East European Law Initiative (CEELI) legislation projects for east European countries.

## **Education**

Kansas State University, B.A. 1964

University of Nebraska, College of Law, J.D. 1966  
See Honors & Awards listed above.

UMKC School of Law, LLM 1976

## **Courses Currently Taught**

### **Business Organizations**

A four hour required course which covers partnerships, limited partnerships, limited liability companies, corporations (private & public) with materials on agency, administrative law, tax law and securities regulation.

### **Mergers & Acquisitions**

A three hour elective course which covers the state and federal law pertaining to business sales and combinations, including the tax of corporate reorganizations and securities regulatory issues. A significant component of this course is graded student negotiating exercises in which students (in paired teams) negotiate the purchase, sale or combination of hypothetical businesses.

#### Contracts I & II

Three hour courses in basic contract law. This is the traditional first year contracts course and includes most basic contract issues such as formation, operation, default, termination, damages, etc, with attention to case law, the Restatement Second of Contracts and the Uniform Commercial Code.

#### Bloch School Executive MBA Program

Teach law topics, with a team of law school professors, to EMBA students.

### **Courses Previously Taught**

#### Securities Regulation (Taught for 13 years)

A three hour elective course covering selected issues of federal and state regulation of the sale and trading of investment securities. Particular attention is devoted to the registration of securities with regulatory agencies, the available exemptions from such registration, and civil (some criminal) litigation connected with the sale or trading in securities.

#### Tax of Corporate Reorganizations

An elective course covering the federal income tax implications of corporate reorganizations through mergers, purchases of stock or asset purchases.

#### Jurisprudence

Typically a three hour course which I have taught several times either alone or in collaboration with one or more faculty colleagues. The course covers (in various combinations) basic theories and topics about the nature and sources of Law, such as natural law, positive law, the regulatory state, law and economics, critical legal studies, critical race theory, feminist legal studies, and other modern and ancient ideas about law and society.

### **Law School Activities**

Advisor & Coach - UMKC Negotiating Teams who compete in the National ABA Negotiating Competitions annually. Each year since about 1986. Served as primary leader/organizer, of Regional competition in years when UMKC hosted the regionals, in 1987-88, 1995-96, 1996-97 and 2011-12.

Our teams have advanced from the regionals to the national finals 19 of the past 25 years and have reached the “final four” in the nation three times.

Advisor & Sponsor - Law Student Chapter of Public Interest Law Association.  
Helped students organize and formalize its chapter. About 1992.

“Christmas In October” - Co-Leader and Straw-Boss for the UMKC School of Law student participation in this public service program. Since 1993

Chair of the Business Law Faculty Committee to administer, judge and award the Patricia and Marvin Rich Corporate Law Prize, established in 1995. This includes advertising the competition, evaluating the scholarly articles submitted by the applicants, helping select the winners, and making the arrangements with ACCA for the awards luncheon and presentation of awards and prizes.

All Student Functions: Regular and active participant in all student activities and functions, such as new student orientation, student recruiting, student placement, BALSAs auction, moot court arguments judge, open house, \$1.98 variety show, and many others.

#### **Expert Witness Matters (Dates are approximate)**

- a. **Union Electric Company (d/b/a Ameren UE) Rate Case**, before the Missouri Public Service Commission. Written testimony: Direct, Rebuttal & Surrebuttal. Deposition and hearing testimony. (Attorneys: Jim Lower at Ameren, and Robert Cynkar, outside counsel.)
- b. **Heartland Educational Institute v. Youth Services International of Missouri, Inc.** In the Circuit Court of Holt County, Missouri, deposition testimony. Case No. 07-HO-CV-00023. Attorney for plaintiff, Robert Gaines. 2009
- d. **Walters v. Lakey**. U.S. Bankruptcy Court. #09-22538. March, 2010. Report and deposition. John Cruciani of Husch Blackwell.
- e. **Brent Smith v. Roger Smith & Sons**. Circuit court of Jackson county, case # 08cv04502. Deposition. July, 2010. K.C. Connealy of Walters, Bender, et. al.
- f. **Teltech, Inc. v. Teltech Communications, Inc.** Circuit court of Jackson county, case # 01cv219893. Depo & trial testimony. Deacy and Deacy (Dan Hamann).

- g. **Bell v. Cassidy Turley, Inc.** Circuit Court of Jackson County, Missouri, No. 1116-CV13549. Deposition October 2012. Attorney: Michael Vaughan.
- h. **Bore-Flex Industries v. Todd Volker**, United States District Court for the Western District of Missouri, No 6:11-ev-03112-JCE, Report, May, 2012, Attorney: Robert Bjerg.
- i. **DCS v. Griffith**, United States District Court for the District of Kansas, No. 11-CV-02305-JWL-KMH, Report April, 2012, Attorney: Timothy Davis.
- j. **Carrigan & Kehl v. Short & Viracor-IBT Labs**, Circuit Court of Jackson County, Missouri, No. 1116-CV33652, deposition, Summer, 2013, case settled, Attorneys, Davis & Bethune.
- l. **IEM v. CT Corporation**, U.S. Western District Court of Missouri, No 2:12-CV-04305-FTG. Deposition and Expert Report submitted. Attorney: David McCourt, St. Louis, Mo. Case Pending as of July 2015.

(Prior to 2010, various expert witness engagements in state and federal courts.)