

MARTIN H. BRINKLEY

Curriculum Vitae (updated through April 2019)

PERSONAL

Offices: University of North Carolina School of Law
Van Hecke-Wettach Hall
160 Ridge Road, CB #3380
Chapel Hill, N.C. 27599-3380
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EDUCATION

University of North Carolina School of Law, J.D. 1992

Universität zu Köln, Institut für Altertumswissenschaft, 1988-89

Harvard University, A.B. *summa cum laude*, Classics, 1987

Phillips Exeter Academy, diploma with highest honors, 1984

Public schools of Wake County, N.C., 1972-1982

EXPERIENCE

University of North Carolina School of Law, Chapel Hill, N.C.

Dean and Arch T. Allen Distinguished Professor of Law, September 2017-present

Dean and Professor of the Practice, 1 July 2015-September 2017

Adjunct Professor of Law, 1996-2000

Fundraising Responsibilities:

- \$75 million capital campaign for UNC Law School announced October 2017; currently at \$37.6 million (50% of goal) in dollars raised

Courses taught:

Life Cycle of an M&A Deal (self-designed transition-to-practice course: Spring 2017, 2018, 2019)

Professional Responsibility (1996-2000)

Smith, Anderson, Blount, Dorsett, Mitchell & Jernigan, L.L.P., Raleigh, N.C.
Of Counsel, 1 July 2015-present
Partner, 18 August 2003-30 June 2015

Primary practice areas: Corporate and commercial law; mergers and acquisitions; antitrust; insurance; regulatory and administrative law; public finance; charitable and nonprofit organizations

Firm leadership:

- Policy & Planning Committee (firm management committee) (2008-10, 2015)
- Compensation Committee (2009-15; Chair, 2014-15)
- Team Leader: Regulatory and Governmental Affairs Team (2013-15; includes Smith Anderson's governmental affairs, health care, insurance and administrative law practice groups)
- Legal Opinions Committee (Chair, 2005-15)
- Associates Development Committee (Co-Chair, 2008-10)

Representative practice experience:

- Lead counsel in federal antitrust investigation of \$2.1 billion merger creating largest U.S. supplier of aftermarket auto parts (seller side)
- Lead counsel in \$500 million 2013 catastrophe bond and annual \$150-220 million reinsurance purchases for the benefit of North Carolina's residual property and casualty insurance markets
- Lead counsel in sale of family-owned national customized food service distribution company to subsidiary of Berkshire Hathaway Inc.

- Counsel to largest independent U.S. bottler of major soft drink brands in various local bottler acquisitions and dispositions
- Lead counsel in merger of closely held pharmaceuticals research, development and manufacturing concern with publicly traded Australian pharmaceutical company
- Lead counsel to monitor trustee of information firewall mandated by Federal Trade Commission in international food and beverage industry leader's acquisition of national bottling businesses
- General counsel to North Carolina's residual property and casualty insurance markets (insuring more than \$95 billion in risk exposure, primarily in 20 coastal counties)
- General counsel to Wake County public industrial revenue bond authority in numerous tax exempt bond issuances over nearly 20 years
- Lead counsel to borrowers in industrial revenue bond issuances in Wake, Johnston, and New Hanover counties, North Carolina
- Lead counsel in bankruptcy sales under Section 363 of U.S. Bankruptcy Code
- North Carolina special counsel to international tobacco company in products liability litigation brought by the Province of British Columbia
- General counsel to privately held businesses with annual revenues ranging from \$50 million to more than \$7 billion
- Lead counsel in numerous premerger notification filings under the Hart-Scott-Rodino Antitrust Improvements Act of 1976 and in various U.S. Department of Justice and U.S. Federal Trade Commission premerger antitrust investigations over a 15-year period
- Representation of numerous individual clients upon referral by the North Carolina Office of the Appellate Defender (death penalty appeals) and Legal Aid of North Carolina (consumer finance, landlord-tenant, estate planning and administration, family disputes and other matters) over more than 20 years
- Representation of numerous nonprofit institutions engaged in educational, artistic and religious activities in the Research Triangle region of North Carolina on a pro bono basis over more than 20 years

Moore & Van Allen PLLC, Raleigh, N.C.

Member, 1 January 1999 - 31 July 2003; Associate, September 1993 – 31 December 1998

Practice areas: Corporate and commercial law; mergers and acquisitions

United States Court of Appeals for the Fourth Circuit

Law Clerk to Chief Judge Sam J. Ervin, III, 1992-93

HONORS

Professional:

Order of the Coif

Master of the Bench

The Honourable Society of the Middle Temple

H. Brent McKnight Renaissance Lawyer Award

North Carolina Bar Association

President

North Carolina Bar Association, 2011-12

Member

American Law Institute, 2004-present

Chambers USA: America's Leading Business Lawyers (Corporate/M&A, 2014-present)

Who's Who Legal: International Who's Who of Business Lawyers
(Mergers & Acquisitions and Corporate Governance, 2014-present)

Woodward/White's *The Best Lawyers in America* (Business Organizations, Corporate Law, Mergers & Acquisitions Law, 2007-present)

North Carolina Super Lawyers (Business/Corporate Law, Mergers & Acquisitions, Non-Profit Law, 2006-present)

Business North Carolina's Legal Elite (Business Law: 2008, 2009, 2012-present; "Young Guns": 2007)

AV[®] rated, Martindale-Hubbell[®]

Citizen Lawyer Award, North Carolina Bar Association, 2008

Pro Bono Impact Award, Triangle Business Leader Media, 2008

Impact Law Leader, Triangle Business Leader Media, 2008

Universität zu Köln:

Rotary Foundation Scholar, 1988-89

Law School:

Executive Articles Editor (1991-92); Staff Member (1990-91)
North Carolina Law Review

UNC School of Law
Pro Bono Alumnus of the Year Award, 2012

Harvard College: Phi Beta Kappa, 1987
Latin Orator (David Taggart Clark Prize in Latin), 336th Commencement Exercises of Harvard University, 1987

John Harvard Scholarship for Highest Academic Achievement, 1984-87

Reuben Arthur Brower Prize for Excellence in the Humanities,
Adams House, 1987

Arthur Deloraine Corey Fellowship Prize for Graduate Study in the Classics, 1987

George Emerson Lowell Scholarship Prize for Greek, 1985

William King Richardson Scholarship Prize for Greek and Latin, 1986

John Osborne Sargent Prize for Latin Translation of a Lyric Poem of Horace, 1986

Phillips Exeter Academy:

Cum Laude Society

George Sutro Lowenstein Scholarship for the Freshman Year at Harvard College, 1984

Hatch-Phillips Prize in Greek and Latin, 1984

Prentiss Cummings Prize in Greek, 1984

George Shattuck Morison Prize in Latin, 1984

Woodbridge Odlin Prize in Greek, 1983

Richard F. French '33 Organ Scholar, 1983-84

PUBLICATIONS AND RESEARCH PROJECTS

Biography of Chief Justice Thomas Ruffin of North Carolina (1787-1870); in progress.

“ ‘Great and Truly Public: Carolina Law’s 21st Century Challenge,” 94 N.C. L. Rev. 1 (2015).

“Threadbare Justice for North Carolina?”: opinion column co-authored with John R. Wester; appeared in daily newspapers in Charlotte, Raleigh, Greensboro, Winston-Salem, Wilmington, Asheville and Southern Pines, N.C. (Feb.-Mar. 2014)

Various publications and newspaper opinion columns as President-Elect and President, North Carolina Bar Association (2010-12)

“Antitrust Update: FTC General Counsel Provides Informal Gun-Jumping Advice,” in *Notes Bearing Interest* (N.C. Bar Association Business Law Section, June 2006).

“State v. Mann,” “State v. Negro Will,” “Supreme Court,” & “Judiciary, Federal,” in *HANDBOOK OF NORTH CAROLINA HISTORY*, William S. Powell ed. (Chapel Hill, N.C. 2006).

“The Regulation of Contractual Change: A Guide to No Oral Modification Clauses for North Carolina Lawyers,” 81 N.C. L. Rev. 2239 (2003).

“A Dues Paying Member of Humanity” (memorial tribute to Chief Judge Sam J. Ervin, III, U.S. Court of Appeals for the Fourth Circuit), 78 N.C. L. Rev. 1 (2000).

“The North Carolina Law Review at Threescore and Ten,” in *THE UNIVERSITY OF NORTH CAROLINA SCHOOL OF LAW: A SESQUICENTENNIAL HISTORY*, 73 N.C. L. Rev. 563, 773 (Judith W. Wegner, William B. Aycock & Martin H. Brinkley eds. 1995).

THE UNIVERSITY OF NORTH CAROLINA SCHOOL OF LAW: A SESQUICENTENNIAL HISTORY, 73 N.C. L. Rev. 563, co-editor with Judith W. Wegner & William B. Aycock (Chapel Hill, N.C. 1995).

“Prophets in Reverse,” 73 N.C. L. Rev. 573 (1995).

“Our Citadel of Truth: A Paean to William Brantley Aycock,” 73 N.C. L. Rev. 565 (1995) (with Judith W. Wegner).

Review, “Reuel E. Schiller, ‘Conflicting Obligations: Slave Law and the Late Antebellum North Carolina Supreme Court,’ 79 Va. L. Rev. 1207 (1992),” *I JURIDICUS* 18 (N.C. Supreme Court Historical Society, James L. Hunt ed. 1994).

“The Supreme Court of North Carolina: A Brief History,” in *THE NORTH CAROLINA MANUAL* 604 (Lisa Marcus ed., Office of Secretary of State, Raleigh, N.C., 1994, with subsequent reprints).

“The Standard of Review on Appeal: A User’s Guide,” 14 *THE LITIGATOR* 10 (N.C. Bar Ass’n Civil Litigation Section (Oct. 1993)).

Note, “Close Corporation Stock as a ‘Security’ Under Uniform Commercial Code Article 8: North Carolina Embraces the Statute of Frauds in *Stancil v. Stancil*,” 69 N.C. L. Rev. 1432 (1991).

Note, “Despoiling the Spoils: *Rutan v. Republican Party of Illinois*,” 69 N.C. L. Rev. 719 (1991).

PRESENTATIONS

Various appearances as guest commentator on legal matters, University of North Carolina Public Television

“Remarks to New American Citizens,” Naturalization Ceremony, U.S. District Court for the Middle District of North Carolina (Judge William Osteen, presiding), Greensboro, N.C., Feb. 23, 2018.

“The History of Judicial Selection in North Carolina,” Remarks to the Special Committee of the North Carolina State Senate (with John V. Orth), Raleigh, N.C., Dec. 6, 2017.

“The Calm, the Patient, the Pragmatic and the Wise: Institutional Dedication in 21st Century America,” Remarks to Phi Beta Kappa Inductees, Chapel Hill, N.C., Nov. 6, 2017.

“Efficiency Versus Quality in the Work of Intermediate State Appellate Courts,” Annual Conference of Chief Judges of State Intermediate Courts of Appeals, Cary, N.C., Nov. 11, 2016.

“The History of Judicial Selection in North Carolina,” Remarks to the Public Trust and Confidence Committee of the Chief Justice’s Commission on the Administration of Law and Justice, Raleigh, N.C., Feb. 16, 2016.

“Public Trust and Confidence in the Courts,” Remarks to Annual Meeting of N.C. State Bar, Raleigh, N.C., Oct. 22, 2015.

Presentation of Portrait of Associate Justice Willis P. Whichard (Ret.) to the Supreme Court of North Carolina, Raleigh, N.C., July 1, 2014 (reprinted at 367 N.C. 913, 917-35).

Presentation of the North Carolina Bar Association’s John Johnston Parker Memorial Award to The Honorable John C. Martin, Chief Judge, North Carolina Court of Appeals, Asheville, N.C., June 22, 2013.

“Remarks to Newly Admitted Lawyers,” Wake County/10th Judicial District Bar Association, Meymandi Hall, Raleigh, N.C., Sept. 18, 2012.

“The Enduring Heart,” Center on Poverty, Work and Opportunity, University of North Carolina School of Law, Chapel Hill, N.C., Nov. 11, 2011.

Various addresses to community, civic and bar association groups across North Carolina during service as President-Elect, President and Immediate Past President, North Carolina Bar Association (2010-13)

“Preparing Lawyers for Tomorrow’s Profession: The Future is At Hand,” North Carolina Bar Association (co-convener with University of North Carolina School of Law Dean John Charles Boger), Sept. 10, 2010.

“Classical Literature for 21st Century Lawyers,” Festival of Legal Learning, University of North Carolina School of Law, Chapel Hill, N.C., Feb. 6, 2009.

“ ‘No Litigation’ Opinions after *Dean Foods*,” Festival of Legal Learning, University of North Carolina School of Law, Chapel Hill, N.C., Feb. 13, 2006.

“Proposed Amendments to Articles 3 and 4 of the Uniform Commercial Code,” North Carolina Bar Foundation (North Carolina Bar Association Business Law Section Annual Meeting), Pinehurst, N.C., Feb. 18, 2005.

Public Lecture, “The North Carolina Supreme Court, 1776-1861,” Old Senate Chamber, North Carolina State Capitol, Oct. 7, 2002.

Dan K. Moore Symposium on Legal Ethics, University of North Carolina School of Law, Chapel Hill, N.C., Oct. 13, 2000.

Presentation of Portrait of United States Circuit Judge Sam J. Ervin, III to En Banc Session of the United States Court of Appeals for the Fourth Circuit, Apr. 5, 2000 (reprinted at 220 F.3d XLIII (2000)).

Professionalism VI Continuing Legal Education Seminar, North Carolina Bar Foundation, Cary, N.C., Dec. 4, 1998.

“Exploring and Understanding Character Evidence,” Trial Evidence Continuing Legal Education Seminar, North Carolina Academy of Trial Lawyers Education Foundation, Inc., Winston-Salem, N.C., Feb. 3, 1995; Raleigh, N.C., May 5, 1995.

PROFESSIONAL

Admissions

to practice: North Carolina State Bar, 1992
United States Court of Appeals for the Fourth Circuit, 1993
United States District Court for the Eastern District of North Carolina, 1993
United States District Court for the Middle District of North Carolina, 1993
United States District Court for the Western District of North Carolina, 1993

North Carolina Commission on the Administration of Law and Justice

Committee on Public Trust and Confidence, 2015-16

North Carolina Bar Association and North Carolina Bar Foundation:

Leadership:

President, 2011-12; President-Elect, 2010-11 (Chair, Audit & Finance Committee; Executive Committee); Immediate Past President, 2012-13

Presidential Initiatives:

- Established “Lawyer on the Line” statewide pro bono program, in which private practitioners provide one-hour consultations to indigent clients on referral from Legal Aid of North Carolina in selected areas of law. Since the program’s inception in 2011, 12,100 clients have been served; 925 attorneys, 150 law students and 40 paralegals have handled at least one LOTL case; and 11,800 hours of pro bono service have been donated, worth about \$3 million on the private market (assuming an average hourly rate per lawyer of \$250/hour). The program has reduced LANC’s burden of triaging cases, freeing up LANC staff attorneys to devote attention to more challenging matters. LOTL volunteer attorneys often agree to handle referred clients’ cases beyond the initial consultation through final resolution.
- Worked successfully to preserve and increase funding for the North Carolina state court system and statewide legal services organizations in a period of declining legislative appropriations.
- Adoption by Executive Order of Gov. Beverly E. Perdue of merit screening panel to vet candidates for state court judgeships. Extensive but ultimately unsuccessful legislative efforts to eliminate popular election of state judges in favor of merit selection.
- Sought to elevate N.C. Bar Association’s legislative presence and stature on “core justice” issues (court funding, legal aid funding and merit selection of state judges).

Board of Governors, 2000-03 (Audit & Finance Committee)

Chair, Young Lawyers Division, 1998-99 (Executive Committee, Board of Governors)

Past Presidents Council (Chair, 2012-13)

Committees and Task Forces:

Law School Liaison Committee, 2015-present
Vice Chair, Executive Director Succession Planning Committee, 2014-16
Chair, Charter and Bylaws Review Study Committee, 2014-15
Open Courts Commission, 2014-15
Legislative Advisory Committee, 2012-15
Committee for Judicial Independence, 2010-present (Co-Chair, 2012-13)
4All Task Force (Inaugural Co-Chair, 2007-08) (statewide initiative addressing systemic problems relating to the provision of legal services to the poor; project received American Bar Association's Harrison Tweed Award, 2009)
Strategic Planning & Emerging Trends Committee, 2001-06 (Chair, 2004-06)
Citizen Lawyer Task Force, 2006-07
Communications Advisory Committee, Chair, 1999-00
Administration of Justice Task Force, 1996-98
Appellate Rules Study Committee, 1995-96
Endowment Committee, 1997-98
Membership Recruitment and Retention Committee, 1999-00

Business Law Section:

Uniform Commercial Code Committee, 2004-10

United States District Court for the Western District of North Carolina:

Chair, Committee to Select Federal Defender, 2016 (appointed by Chief Judge William B. Traxler, United States Court of Appeals for the Fourth Circuit)

American Law Institute:

Elected Member, 2004-present

Member Consultative Groups for Principles of the Law of Nonprofit Organizations;
Restatement of the Law (Third), Trusts; Restatement of the Law (Third), Restitution and Unjust Enrichment

The North Carolina State Bar:

Ethics Committee (advisory member), 1999-00

Grievance Committee (advisory member), 2000-04

North Carolina Board of Law Examiners:

Select Drafting Committee for North Carolina Bar Examinations, 2004-07 (Contracts; Corporate Law; Constitutional Law; Sales and Secured Transactions)

Wake County Bar Association / North Carolina 10th Judicial District Bar:

Board of Directors, 2000-02

American Bar Association:

Section of Business Law: Committee on Legal Opinions (Editor, *Legal Opinions Newsletter*, 2007-10); Uniform Commercial Code Committee

Fourth Circuit Judicial Conference:

Permanent Member, 1999-present

Legal Aid of North Carolina:

Board of Directors, 2010-11
Co-Chair, Large Law Firm N.C. Statewide Campaign, 2014

American Judicature Society

Fellow, American Bar Foundation

CHURCH

Christ Church, Raleigh, N.C.:

Vestry, 2009-12, 2001-04 (Senior Warden, 2003-04; Junior Warden, 2011-12; Clerk, 2001-03)

Rector Search Committee, 2009-10

Co-Chair of Annual Commitment (Stewardship) Campaigns, 2007, 2008

Various parish committees and activities, 1992-present

Episcopal Diocese of North Carolina:

Vice Chancellor (legal adviser to the Rt. Rev. Michael B. Curry (2006-15), the Rt. Rev. Samuel S. Rodman (2017-present), the Rt. Rev. Anne Hodges Copple (2015-17) and various diocesan bodies, 2006-present)

Standing Committee, 2009-12

Delegate, 183rd (1999) through 191st (2007) Diocesan Conventions

Committee on Administration of the Diocese (188th and 189th Conventions)

Committee on Constitution and Canons (190th and 191st Conventions)

UNIVERSITY SERVICE

National Advisory Board, UNC Bryson Center for Judicial Science Education
University of North Carolina School of Medicine

Chair, Search Committee for General Counsel, University of North Carolina at Chapel Hill, 2019

Chair, Search Committee for Dean of the University of North Carolina School of Dentistry, 2016
(Dr. Scott De Rossi)

Member, Search Committee for General Counsel, University of North Carolina at Chapel Hill,
2015-16 (Mark W. Merritt, Esq.)

CIVIC AND COMMUNITY SERVICE

The Watauga Club
Member, 2017-present

The North Carolina Symphony Society
Trustee, 2013-19 (Executive Committee; Co-Chair (with Richard Daugherty), Development
Committee; Major Gifts Cabinet, 2014-15; Corporate Cabinet, 2013-14; Special Budget Task
Force, 2015)

The North Carolina Chamber Music Institute
Trustee and Treasurer, 2014-present

The Philharmonic Association
Board of Directors, 2014-16

Saint Mary's School
Trustee, 2013-17 (Vice Chair, 2015-16; Secretary, 2014-15; Governance, Risk Management
and Strategic Planning Committees)

The North Caroliniana Society
Member, 1992-present
Secretary-Treasurer, 2010-present; Treasurer, 2005-10; Trustee, 2003-present
Committee on the Future of the North Caroliniana Society (Gov. Robert W. Scott, chair),
1998-00 (Recorder and Reporter)

Center for Law and Humanities

Steering Committee, 2005; Treasurer and Board of Directors, 2006-10

The Cherry Hill Historical Foundation, Inc.
Board of Directors, 2005-07

Wake County Library Commission
Commissioner, 2005-07

The State Capitol Foundation, Inc.
Board of Directors, 2004-07

Phi Beta Kappa Association of Wake County
President, 1995-97
Board of Directors, 1994-98, 2004-06

The North Carolina Supreme Court Historical Society
Trustee, 1993-00, 2001-04

Raleigh History Club
Member, 2001-13

Phillips Exeter Academy
President, Class of 1984, 1994-99
Class Agent and Major Gifts Chair, Class of 1984, 1993-94

Friends of the North Carolina State Museum of Natural Sciences
Board of Directors, 1994-00
Chair, Nominating Committee, 1995-97

The Wake County Historical Society, Inc.
Board of Directors, 1994-96

The Leonidas L. Polk House Foundation
Board of Directors, 1993-95

AVOCATIONS

Classical music; pianist and oboist. Piano student of Mimi Solomon and oboe student of Joseph Robinson (former Principal Oboe, New York Philharmonic).