

ANDREW M. KAUFMAN
University of Maine School of Law
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Teaching & Academic Activities:

University of Maine School of Law, Portland, ME.

Professor of Practice and Consultant to the Dean (joined faculty as adjunct in 2016; full-time since 2017))

- Director, Business and Transactional Law Certificate Program (2021-current)
- Director, Compliance Program (a professional development program for compliance personnel in the private and public sectors) (2017-current)

Currently and Previously Taught Courses (including courses scheduled for '26-'27):

- Acquisition Transactions: Execution and Risk Management – Legal and Business Perspectives (Sp '21)
- Advanced Commercial Law Practicum (Sp '16, '17, '18, '19, '20)
- Advanced Business Associations (F '16, '17, '18, '19; Sp '21)
- Business Financing and Securities Regulation (F '21)
- Commercial Law: Sale of Goods and Secured Transactions (Sp '22, '23, '24, '25)
- Law of Business Financing (Sp '26, '27)
- Risk Management and Compliance - Law and Practice (Sp '17; F '17, '18, '19, '20, '22, '23, '24, '25, '26)
- Secured Transactions (F '20)
- Start-ups and Entrepreneurship (F '21, '22, '23, '24, '25, '26)
- Transactional Practicum: Deals (Sp '18, '19, '20, '22, '23, '24, '25, '27)

Committee and Service Work:

- Faculty Advisor, Business Law Association
- Curriculum Committee
- Business and Transactional Program curriculum planning
 - within both the Law School and the broader University System
 - development of collaborative courses with the Graduate School of Business and other initiatives within the University's Graduate and Professional Center
 - Coordinate and oversee (along with Jason Harkins, Executive Dean, UMaine Graduate School of Business) development and launch of

Business & Law Clinic, including hiring of Legal and Business Directors and development of related programming

- Ongoing oversight of Business & Law Clinic
- Co-organizer (along with Jason Harkins) of inaugural Maine Entrepreneurial Ecosystem Summit (2025)

Principal areas of professional interest:

- Business, corporate, and commercial law
- Risk management and compliance
- Transactional legal opinion practice

University of Southern California Gould School of Law, Los Angeles, CA.

Lecturer in Law, 2008-09, 2011, 2014-current

Short Courses: Transactional Practice – The Syndicated Loan Transaction; Advanced Secured Transactions Workshop

Vanderbilt University Law School, Nashville, TN.

Professor of Practice for the Law and Business Program, 2009-2012
Adjunct Faculty, 2005-2008 and 2016-2022.

Courses Taught:

- Current Issues in Transactional Practice
- Introduction to Leveraged Buyouts
- Secured Transactions
- Transactional Practice – The Syndicated Loan Transaction

UCLA School of Law, Los Angeles, CA.

Executive Director and Professor from Practice, Lowell Milken Institute for Business Law and Policy, 2012-13

Other Professional Experience:

Kirkland & Ellis LLP, Chicago, IL

Partner, 1993-2012
Of Counsel, 2012-present

Practice focused principally on debt financing and secured transactions, leasing, structured financings, workouts and reorganizations, general corporate practice, and transactional legal opinion practice

Founded and directed the Firm's Debt Finance group and chaired the Firm's Legal Opinion Committee

In Of Counsel role, continue to advise on audit letter responses, legal opinion, and related internal risk management matters.

Vinson & Elkins LLP, Houston, Austin and Dallas, TX

Associate Attorney, 1974-76, 1981-82
Partner, 1982-1992
Corporate and Transactional Practice Group

Sutherland, Asbill and Brennan, Atlanta, GA

Associate Attorney, 1976-80
Partner, 1980-81
Corporate Practice Group

Education:

Vanderbilt University Law School, Nashville, TN
J.D., 1974

- Order of the Coif
- Editor-in-Chief, *Vanderbilt Law Review*

Yale University, New Haven, CT
B.A. (English), 1971, *cum laude*

Thought Leadership:

Frequent lecturer at conferences and seminars and author on financing and legal opinion issues at national professional seminars and programs and in related publications, including:

- Advisory committee to Maine Legislature's Judiciary Committee regarding adoption of the 2022 Amendments to the Uniform Commercial Code in Maine.
- Working Group on Legal Opinions – President (2014-21), Director (2014-current) and presenter at semi-annual conferences (most years 2008-current), New York, NY.
- Co-chair, joint project of Working Group on Legal Opinions and American Bar Association Business Law Section Legal Opinions Committee regarding possible expansion of Statement of Opinion Practices (2024-current)

- Tri-Bar Opinion Committee (2011-current)
- Conference on the Teaching of Transactional Law and Skills, Emory University School of Law, June 2018 – "Context, Integration and the 'Big Three Questions': An Approach to Teaching Transactional Law"
- Judge, National Transactional LawMeets, 2014-17
- Kirkland & Ellis internal training seminars addressing financing and secured transactions matters and legal opinion and risk management issues (1993-2012)
- ALI – ABA Commercial Lending Today, Chicago, IL, June 2011 – "Intercreditor Agreements"
- Law Seminars International, Licensing Transactions Conference, Seattle, WA, August 2013, 2012, 2011 and 2010, San Francisco, CA, July 2006 – "Licenses and Anti-assignment Provisions," "Financing License Transactions" and "Bankruptcy, www.kirkland.com Insolvency, and Licensing: Identifying and Managing Risks as Licensor and Licensee"
- ABA Annual Meeting, San Francisco, CA, August 2010 – "Legal Opinions to Government Entities"
- Conference of State Bank Supervisors, Portland, ME, August 2008 -- "Changing Climate for Borrowers and Lenders"
- Presentation to Chinese Credit Project Delegation, New York, NY, October 2005 -- "Introduction to Personal Property Secured Lending in the United States"
- Annual Computer and Information Law Institute, Dallas, Texas - annual planning committee and faculty member (1985-2007). Topics presented included: "Counseling the Financially Distressed Technology Company," "Financing Technology Start-ups," "Creating and Perfecting Security Interests in Intellectual Property" and "Intellectual Property Licenses in Bankruptcy"
- PLI Intellectual Property Institute, New York, NY, September 2004 – "Bankruptcy, Insolvency and Licensing: Identifying and Managing Risks as Licensor and Licensee"
- Chicago Bar Association, Chicago, IL, February 2003 – "Financing the Business Acquisition"
- PLI Electronic Contracting Program, San Francisco, CA, May 2002 – "Counseling the Financially Distressed Technology Company: Finding and Preserving Value in E-Commerce Assets"

- Active Communication International's (ACI) Intellectual Property 2002 Conference, Chicago, IL, March 2002 – "Structuring IP to Maximize Value - Insolvency Considerations"
- CLE International Venture Capital Financing Conference, Chicago, IL, March 2002 – "Managing Meltdowns: Preliminary Considerations - Non-Bankruptcy Alternatives"
- Co-chair and speaker at seminars in New York and San Francisco in April and May 2001 regarding Secured Transactions Under UCC Revised Article 9

Selected Publications:

- Co-author, *Laws Commonly Excluded from the Coverage of Third-Party Legal Opinions in U.S. Commercial Loan Transactions*, 76 BUS. LAW. 889 (2021)
- *Context, Integration and the 'Big Three Questions' – An Approach to Teaching Transactional Law*, 20 TENN. J. BUS. L. 611 (2018)
- Co-author, *Common Qualifications to a Remedies Opinion in U.S. Commercial Loan Transactions*, 70 BUS. LAW. 121 (2014)

Recognitions:

- Recipient, 2024 James J. Fuld Award, presented by the national Working Group on Legal Opinions Foundation to "an individual or entity that has made a significant contribution to the field of legal opinions in business transactions"
- *The Best Lawyers in America*
- *America's Leading Lawyers for Business, PLC*
- *Which Lawyer? Global 50*
- *Who's Who in America*
- *Who's Who in American Law*
- *Who's Who Legal – Banking*

Memberships & Affiliations:

- TriBar Opinion Committee (2011-current)
- Working Group on Legal Opinions Foundation – President (2014-2021), Director (2014-current)
- Yale University Alumni Activities - Class Secretary, Class of 1971 (2011–current), Co-Chair, 40th Reunion (2011); Yale Alumni Fund (prior member, Board of Directors); Yale Alumni Schools Committee (ongoing)

- Vanderbilt University Law School – Board of Advisors (multiple terms ended 2018)
- Member, Legal Opinions Committee, Law and Accounting Committee, and UCC Committee, American Bar Association Section of Business Law (ongoing)

Bar Admissions:

- Texas, 1974 (Inactive)
- Georgia, 1976 (Inactive)
- Illinois, 1993
- New York, 2014
- Maine, 2017