

JEFFREY E. PROSKE

University of the Pacific-McGeorge School of Law
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ACADEMIC APPOINTMENTS:

8/2009 to Present McGEORGE SCHOOL OF LAW, University of the Pacific, Sacramento, California
Professor of Law, Legal Practice

8/2022 to Present Director, Master of Science in Law Business Law Concentration
Coordinator, Global Lawyering Skills Program
On-Site Faculty Director, University of Salzburg Summer Program

Courses Taught:

- Global Lawyering Skills I, a 2-unit experiential course wherein students learn to conduct legal reasoning, research and writing and learn practice-oriented skills such as objective memo writing, client interviewing, mediation and international legal research.
- Global Lawyering Skills II, a 2-unit experiential course wherein students learn to conduct advanced legal research and legal analysis, persuasive written and oral advocacy, and alternative dispute resolution, through simulated practice assignments.
- Global Lawyering Skills III, a 2-unit experiential course wherein students learn persuasive written and oral advocacy skills through simulated law and motion practice assignments and appellate brief writing, as well as trial and appellate oral advocacy.
- Making Deals, a 2-unit experiential course wherein students learn how to represent a client in the context of business transactions from assessing the risks in the transactions, to negotiating the terms of contracts and drafting effective contracts.
- The Legal Profession, a 1-unit required first year course that provides a directed pathway for students to develop professional identity, engage in career-building activities and learn best practices for presenting themselves as legal professionals.
- Introduction to Legal Analysis, a 2-unit required course in the McGeorge School of Law Master of Science in Law, Master of Public Policy and Master of Public Administration Programs wherein students learn about court structures, conducting legal research and analytical legal writing.
- Negotiating Disputes Into Deals, a 1-unit asynchronous, online course wherein students learn the process of negotiating legal disputes, including how to prepare for negotiation, and how to create and implement a strategy and use creative problem-solving to settle disputes to avoid litigation.

- Negotiating Entertainment Contracts, a 1-unit summer course wherein students examine the theoretical, ethical, and practical skills essential to lawyers conducting negotiations on behalf of business clients with a focus on entertainment industry contracts.

7/2018 to 5/2020

Associate Dean of Administration, University of the Pacific, Sacramento, California

- Responsible for leading nonacademic operations of the law school, including finance and budget matters, organizational structure, plant and facility operations, business matters, and revenue generating projects.
- Coordinated cross-functional initiatives across departments.
- Provided strategic direction to the administration on all aspects of the law school's operation and its relationship with the University and the community.

8/2014 to 8/2017

THE U.S. RUSSIA FOUNDATION FOR ECONOMIC
ADVANCEMENT AND THE RULE OF LAW
Consulting Professor

- Performed consulting services in partnership with the Russian Foreign Trade Academy of Moscow, Russian Federation, in connection with the Legal Education Exchange Program implemented by the US Russia Foundation for Economic Advancement and the Rule of Law. The program aimed to strengthen legal education in Russian and U.S. universities by the exchange of experience and best practices in modern teaching methodologies, including practice-based and interactive teaching techniques and those based on modern IT technologies.
- Taught five-day summer school course on interactive teaching methods and negotiation at the Russian Foreign Trade Academy, Moscow, Russian Federation July 2015, 2016 & 2017.

2/2017

DOMINICAN REPUBLIC-CENTRAL AMERICA FREE TRADE
AGREEMENT (CAFTA-DR) Secretariat for Environmental Matters,
Guatemala City, Guatemala
Professor of Lawyering Skills

- Taught five-day seminar "Introduction to the U.S. Legal System, Common Law and the Fundamentals of Negotiation" for Guatemalan attorneys and law students.

CONFERENCE PRESENTATIONS:

8/2009 to Present

- “Generative AI in the Practice of Law,” 2024 McGeorge Virtual MCLE Program, January 12, 2024
- “Teaching Common Law Legal Analysis to Students from Civil Law Countries,” 15th Annual Global Legal Skills Conference, Nottingham Trent University, Nottingham Law School, 30 July to 1 August 2023
- “Pedagogical Issues in the Contracts Course,” 15th Annual International Conference on Contracts, February 21, 2020, Sacramento, CA
- “Professional Identity Development Tools to Help Law Students Meet the Needs of Today's Clients,” The AALS 112th Annual Meeting, January 2018, San Diego, CA
- “Teaching to the Foundations for Practice Competencies,” Fourth Annual LEX Conference, June 28-July 1, 2017, CEELI Institute, Prague, Czech Republic
- “Making Large Classes More Interactive with Technology,” Fourth Annual LEX Conference, June 28-July 1, 2017, CEELI Institute, Prague, Czech Republic
- “The Stand-Alone Professional Identity Course,” The 2016 Western Regional Legal Writing Conference, Pacific McGeorge School of Law, Sacramento, CA
- “Emerging Professional Identity Development Resource Share,” The AALS 111th Annual Meeting, January 2017, San Francisco, CA
- “Negotiating Legislation & Policy: Skills & Strategy for Success,” McGeorge Capital Center for Law & Policy Executive Training, September 23, 2016, Sacramento, CA
- “Introducing Professional Identity Development into the Law School Curriculum,” The AALS 110th Annual Meeting, January 2016, New York, NY
- “The Pacific McGeorge Legal Profession Course,” Fifth Annual LWI Western Regional Conference, Loyola Law School 2015, Los Angeles, CA
- “The 1L Journaling Project” – The AALS 105th Annual Meeting, January 2010, San Francisco, CA,
- “The Transactional Lawyer’s Tool Kit” – Effective Lawyering Skills Conference – Pacific-McGeorge School of Law 2010, 2011

Author:

- Contributing Author of chapters on Client Letter Writing and Contract Drafting, Professional Identity Development for Moylan & Thompson, *Global Lawyering Skills*, West Academic Publishing, First, Second and Third Editions (2011-2023)

LEGAL PRACTICE EXPERIENCE:

- 1/2007 to 2014 LAW OFFICES OF JEFFREY E. PROSKE, Sacramento, California
Principal.
- Advised business clients with respect to joint venture opportunities; business organization; finance; sales and distribution agreements; asset and stock acquisitions; real estate sales and leasing; technology and intellectual property licensing; employment and human resource issues; risk management; and litigation management.
- 8/2005 to 1/2007 NATIONAL COMMERCIAL VENTURES, LLC, Los Angeles, California
General Counsel.
- Counseled management of a national multi-family apartment acquisition company with respect to all legal matters, including acquisitions, asset management and dispositions.
 - Negotiated purchase and sale agreements, financing agreements and property management agreements in connection with acquisitions.
 - Established "best practices" procedures with respect to due diligence investigations in connection with acquisitions and dispositions and systems for tracking finance and other contractual obligations.
 - Developed contract forms to establish standardized terms for national operations.
 - Resolved all litigation matters, including actions involving issues of breach of contract, and unlawful detainer.
 - Advised management with respect to forward strategic planning.
 - Created an employee policy manual and managed the resolution of all employee related disputes.
- 10/2000 to 1/2005 THE RYLAND GROUP, INC., Calabasas, California
Associate General Counsel.
- Counseled senior management of a Fortune 500 NYSE-listed high volume home builder and its subsidiary mortgage lender, title company and insurance services operation regarding all legal issues, including general corporate, employment, real estate, licensing, and regulatory compliance.
 - Drafted and negotiated all commercial leases for the company.
 - Worked with federal, state and local regulatory authorities with regard to licensing issues, mortgage lending, title issuance and insurance services.
 - Resolved issues involving encumbrances, encroachments, easements and lien releases.
 - Managed all legal and regulatory compliance issues relating to a large portfolio of mortgage-backed securities, both as issuer and as master servicer.

- Negotiated and drafted loan purchase agreements with mortgage-backed securities bundling companies and banks.
- Supervised and managed the successful resolution of a substantial portfolio of litigation on behalf of the company and its subsidiaries.

6/98 to 10/2000

PMC GLOBAL, INC., Sun Valley, California
Corporate Counsel.

- Coordinated due diligence, negotiation and closing of stock and asset acquisitions and divestitures on behalf of a Fortune 500 privately held international holding company and its manufacturing subsidiary groups.
- Drafted and negotiated agreements on behalf of the company and its domestic and international subsidiaries pertaining to product sales, distribution, and licensing.
- Drafted and negotiated transactional documents relating to real property sales and leases.
- Supervised litigation and coordinated case management with outside litigation counsel.
- Supervised team of paralegals and assistants in maintaining corporate records and filings with state and federal regulatory agencies.

2/94 to 6/98

WALTER M. KAYE & ASSOCIATES, Pasadena, California
Associate.

- Advised business clients in every phase of development and growth including corporate formation, financing, securities offerings and other transactional issues.
- Established numerous corporations, limited liability companies and partnerships.
- Negotiated and drafted agreements in connection with the formation of joint ventures.
- Evaluated investment opportunities on behalf of venture capital lenders.
- Drafted numerous private placement memoranda, prospectuses, trust indentures, security agreements, and related agreements in connection with debt and equity offerings.

2/92 to 2/94

KAYE, GYEMANT & McCARTHY, San Francisco, California
Associate.

- Drafted offering documents and related transactional documents in public and private securities offerings.
- Coordinated and prepared blue sky and federal securities filings.
- Negotiated with state and federal regulators regarding exemption and registration issues.

- Negotiated debt resolutions with creditors and drafted plans of reorganization and disclosure statements in Chapter 11 bankruptcy cases.

EDUCATION: BOSTON UNIVERSITY SCHOOL OF LAW, Boston, Massachusetts
 Juris Doctor, May 1989
 Honors: American Jurisprudence Awards, Local Government Law and Legal Realism
 Activities: Founder, Boston University Jurisprudence Society; Writer and Performer, Legal Follies
 Author: “Baby M at the Crossroads of Reasoning”

UNIVERSITY OF KANSAS, Lawrence, Kansas
 B.A. in Philosophy 1986
 Honors: University Honors Program
 Dean’s List
 Activities: Representative, National Collegiate Honors Conference
 Co-Founder, University Festival of the Arts

UNIVERSITY OF STIRLING, Stirling, Scotland
 Scholarship Exchange 1984-1985
 One-year program of graduate level studies in philosophy

MEMBERSHIPS: State Bar of California and all federal courts in California; California Lawyers for the Arts; California Lawyers Association – Business Law Section.

LANGUAGES: Fluent in French

INTERESTS: New Orleans Recovery School District English Language Arts Teacher, Summer 2007; Operation Protect & Defend, Board Member 2010–2011; Enjoy hiking, botany, traveling, writing and photography.