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ALISA J. BAKER
RESUME AND PUBLICATIONS

PROFESSIONAL EXPERIENCE

PROFESSIONAL EMPLOYMENT

Levine & Baker LLP, San Francisco, California. Partner in boutique employment law firm, specializing in counseling individuals and companies on compensation-related matters including executive employment and severance agreements, founder issues, executive rights in mergers & acquisitions, and equity compensation. Expert witness services for equity compensation-related litigation.

GCA Law Partners LLP, Mountain View, California. (formerly General Counsel Associates LLP). Corporate law partner, specializing in employee benefits and executive compensation matters. 1991 - 2000; 2002-2003.

Snapfish.com Corporation, San Francisco, California. Executive Vice President and General Counsel of on-line consumer digital photography service. Responsibilities included comprehensive legal function, corporate strategy, and team management for high profile venture-backed internet start-up. 2000 - 2001.

Wilson, Sonsini, Goodrich & Rosati, P.C., Palo Alto, California. Senior Associate, Employee Benefits and Compensation Group. 1989 - 1991.

Fenwick & West, Palo Alto, California. Tax Associate, specializing in executive compensation. 1985 -1988.

Sutherland, Asbill & Brennan, Washington, D.C. Corporate Tax Associate. January - August 1984.

Dewey, Ballantine, Bushby, Palmer & Wood, New York City, New York. Summer Associate. Summer, 1982.

UNIVERSITY TEACHING EXPERIENCE

Golden Gate University, Graduate School of Taxation, San Francisco and Los Altos, California. Adjunct Lecturer, Executive Compensation. 1987 - 1993.

Santa Clara University, Santa Clara, California. Advisory Board for Certified Equity Professional Institute; member of curriculum development team/Certification Council.

Stanford University, Stanford Law School, Stanford, California. Law Teaching Fellow. 1984 - 1985.

ACADEMIC HISTORY

J.D., cum laude, February 1984. Georgetown University Law Center, Washington, D.C. Associate Editor and staff member, Georgetown Law Journal, 1981 - 1983.

M.S. in education, with distinction, 1980. Graduate School of Education, **University of Pennsylvania**, Philadelphia, Pennsylvania. Faculty Scholar, Spring - Summer, 1980.

M.A/B.A. cum laude, in English, 1979. Graduate School of Arts & Sciences/Faculty of Arts and Sciences, **University of Pennsylvania**, Philadelphia, Pennsylvania. Submatriculant, 1978 - 1979. Editor-in-chief, Pennsylvania Review, 1977-1978; Class of 1979 representative to University Council and Faculty Senate, 1975-1976.

SELECTED SPEAKING ENGAGEMENTS

National Center for Employee Ownership/Beyster Institute Annual Conference (2005 -2008): featured panelist, equity compensation; *National Center for Employee Ownership Annual Conference (2000-2004):* panel moderator and featured speaker, equity compensation.

National NASPP Conference (1998-2007): featured speaker and panelist, equity compensation; Featured speaker, *Silicon Valley NASPP Conference (1999, 2005).*

*National E*Trade Users Conference (formerly ShareData Users Conference) (1991 – 2004):* Topics ranging from basic taxation of stock options through the status of option accounting legislation; keynote speaker (2002, 2000), panelist, featured speaker and lecturer (1991-2004).

Western Independent Bankers Annual CFO Conference (2003): featured speaker

National CMS User Conference (1998): featured speaker, basic and advanced taxation of stock options

California Personnel Network Annual Update, Monterey, California (1992, 1993): featured speaker, stock options and executive compensation

Xerox Parc Forum, Palo Alto, California (1992): guest lecturer, options in Silicon Valley

1985 - 2010: numerous invitational panels, seminars and webinars for (among others): the NASPP and its predecessor organizations (Stock Forum, ESSA); Transcentive/CMS; NCEO; Salomon Smith Barney; Tax Executives Institute (TEI); Silicon Valley Employee Benefits Association; American Electronics Association (AEA); California Society for Human Resources Management (SHERM); Silicon Valley CEO Roundtable; employee, client and law firm MCLE groups

PUBLICATIONS

BOOKS AND COMPILATIONS

The Stock Options Book, (11th Ed. 2010, previous editions published annually from 2002-2009). Revised and updated annually, The Stock Options Book is the core required study text for earning the Certified Equity Professional (CEP) credential from the CEP Institute of Santa Clara University

The Law of Equity Compensation, (Baker and Rosen)(2007) A treatise on litigation related to equity compensation. Updated through articles published annually in the *Journal of Employee Ownership Law and Finance* (see below).

"A Layperson's Glossary of Employee Stock Option Terminology," in Stock Options - Beyond the Basics, (3d Ed. 2003); revised and republished in Selected Issues In Equity Compensation (annual editions 2004-2010).

"A Comprehensive Overview of Employee Stock Options and Related Plans," in Stock Options - Beyond the Basics, (1st and 2d Eds. 1999, 2000).

Giving Employees Their Share: A Practical Guide to Option Plans and Equity Incentives, text for students of the Certified Equity Professional Institute of Santa Clara University (1998, 1999, 2000, 2001) .

"Tax Aspects of Stock Options," originally published in R. Whitman (ed.), Estate Planning and Administration Service (Warren, Gorham & Lamont: 1989); revised and reprinted by Santa Clara University and CEPI, 1992 - 1996.

Executive Compensation and Employee Benefits, textbook for L.L.M. students (Golden Gate University: 1989, rev. 1992).

ARTICLES AND RELATED PUBLICATIONS

"Equity Compensation Legal Update," 20 **Journal of Employee Ownership Law and Finance** 3 (Summer 2008)(with C. Zwerling).

"Equity Compensation Legal Update," 19 **Journal of Employee Ownership Law and Finance** 53 (Summer 2007)(with C. Rosen and C. Zwerling).

"Equity Compensation Legal Update," 18 **Journal of Employee Ownership Law and Finance** 53 (Spring 2006)(with Corey Rosen).

"Negotiating and Structuring Your Stock Compensation," online article in two parts for **myStockOptions.com**, *Part II* (2007); *Part I* (2006).

"The Miller Case: Not So Tragic," op-ed article in **The Recorder** (8/19/05)(with Richard E. Levine).

"*Equity Compensation Legal Update*," 17 **Journal of Employee Ownership Law and Finance** 3 (Spring 2005)(with Corey Rosen).

"*Equity Compensation Legal Update*," 16 **Journal of Employee Ownership Law and Finance** 59 (Spring 2004)(with Corey Rosen).

"*Fundamentals of Employee Stock Purchase Plans*," online column in three parts for **myStockOptions.com** (2002-2003).

"*Post-Enron Issues for Stock Options*," 14 **Journal of Employee Ownership Law and Finance** 91 (October 2002).

"*Post DotCom Syndrome not an incurable disease*," viewpoint column in **The San Francisco Chronicle**, May 5, 2002.

"*Making the Most of Your Options*," monthly on-line column published by the **National Center for Employee Ownership** (1999-2000).

"*Withholding FICA on ESPP Options*," **NASPP Advisor**, July-August 1998.

"*Stock Options and Congress: Are We Done Yet?*" **CMS Solutions**, Winter 1998.

"*Legislative Initiatives in Equity Compensation*," in Executive Decisions and Capital Ideas (Share Data User Conference Proceedings 1997).

"*Understanding Rule 144*," in Options, Exercises and All that Jazz (Share Data User Conference Proceedings 1996).

"*Into the Grey Zone and Beyond: Protecting Your Legal Interests in the New Multimedia Environment*," in Proceedings (Computer Game Developers Conference 1997).

"*The Lex Files*" column in **The Cursor**, Spring/Summer 1997 (with John Hollingsworth).

"*Operating an International Stock Plan*," in Options, Exercises and All that Jazz (Share Data User Conference Proceedings 1996).

"*Preparing for Your IPO*" in Proceedings (Share Data User Conference 1995).

"*International Aspects of Employee Stock Plans*," in Blazing New Trails in Equity Compensation (Share Data User Conference Proceedings 1994).

"*Legal Trends Affecting Computer Game Development*," in Proceedings (Computer Game Developers Conference 1993).

"*Stock Options - A Perk That Built Silicon Valley*," **The Wall Street Journal**, June 23, 1992.

"*Keeping Compensation Incentives Intact*," *The San Francisco Legal Recorder*: **Intellectual Properties**

Magazine, May 1992.

"*Legal Issue Spotting for Computer Game Deals*," in Proceedings (Computer Game Developers Conference 1992).

"*Tracking Qualifying Dispositions of ESPP Stock*," **Issues and Options**, January 1992.

"*Are Disqualifying Dispositions of Statutory Stock Options Subject to Withholding?*" 72 **Journal of Taxation** 218 (April 1990) (with Renee. Deming).

"*Incentive Stock Options Continue To Be A Viable Choice Despite TRA '86*," 68 **Journal of Taxation** 164 (March 1988).

PROFESSIONAL BOARDS AND MEMBERSHIPS

Bar Memberships: California (1985); Washington, D.C. (1984) (Inactive); U. S. Tax Court (1985)

American College of Employee Benefits Counsel: Fellow, elected 2009.

National Center for Employee Ownership: member Stock Option Advisory Board, 2001 - present; editorial board, **The Journal of Employee Ownership Law and Finance**.

MyStockOptions.com: member, Advisory Board, 2003 to present.

National Board of Certified Option Advisors: member, Advisory Board, 2003 to 2005

Certified Equity Professional Institute: Founding member of Advisory Board, 1991 -2000; Member, Certification Council (1998 -1999).

Silicon Valley Employee Benefits/Compensation Association: Board of Directors, 1995-1996

National Association of Stock Plan Professionals (Stock Forum, ESSA) : member since 1990.

OTHER

San Francisco Child Abuse Prevention Center: Member, Board of Directors 2007 – present.

Talk Show Live San Francisco: Producer and Director of monthly live interview show, 2007-2008

CONTACT INFORMATION:

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