



**David A. Kern**  
**Partner, Jones Day**  
**Corporate Finance, Corporate Governance, and Securities Law**

David Kern practices in the areas of corporate finance, corporate governance, and securities laws in U.S. and international settings. He has experience representing issuers and underwriters in initial public offerings and other equity offerings, high yield and investment-grade debt, convertible securities, medium-term note offerings, follow-on offerings, global bond offerings, and various types of exchange offers. Mr. Kern also has experience advising U.S. and foreign private issuer clients on their reporting obligations with the SEC and communications to the public markets.

In recent years, clients Mr. Kern has represented have included: Citigroup Global Markets, Credit Suisse Securities, Fluor, International Wire Group, Macy's, Maverick Capital, Sprint Nextel, Taiwan Semiconductor, and Viasystems.

Mr. Kern joined Jones Day in 2008. He previously practiced in New York. He is a frequent speaker, guest lecturing at the University of Texas at Dallas and elsewhere on securities laws and developments in securities regulation.



**Mark Rasmussen (moderator)**  
**Partner, Jones Day**  
**Litigator and Trial Lawyer**

Mark Rasmussen is a seasoned litigator and trial lawyer with experience representing companies, corporate officers, and directors in a variety of matters, including securities and shareholder litigation, regulatory and internal investigations, FCPA compliance, merger litigation, contract disputes, antitrust, ERISA, trade secret claims, and bankruptcy litigation.

Mr. Rasmussen has represented clients in high-stakes commercial litigation in federal and state courts in Texas, New York, New Jersey, and other states across the country. He has defended companies in multiple shareholder and consumer class actions. He also has defended companies and their officers and directors in actions arising from mergers and acquisitions. In addition, Mr. Rasmussen has handled arbitrations for companies under the AAA and CPR arbitration rules and pursued trade secret, fraudulent conveyance, and breach-of-contract claims for a variety of companies, from start-ups to *Fortune* 500 corporations.

Mr. Rasmussen also has significant experience handling regulatory and internal investigations for corporations and corporate officers. He has investigated and defended matters involving allegations of accounting improprieties and false disclosures, conflicts of interest, FCPA violations, and other misconduct. His representations have included matters in the United States, Mexico, and Brazil. He also advises companies on corporate governance, internal controls, and enhancing FCPA compliance programs.

Mr. Rasmussen is dedicated to pro bono service. He has obtained asylum for a Tibetan monk and green cards for abused women under the Violence Against Women Act. He also has helped a Hasidic Jewish inmate challenge prison rules under the First Amendment.



**Shamoil Shipchandler**  
**Regional Director (Texas)**  
**U.S. Securities and Exchange Commission**

Shamoil Shipchandler oversees the Fort Worth office's enforcement and examination activities in Texas, Oklahoma, and Arkansas as well as the office's enforcement activities in Kansas. He was previously a partner in the law offices of Bracewell & Giuliani LLP in Dallas, where he focused on white collar criminal defense, internal investigations and compliance, and related civil litigation in matters involving cybersecurity, public corruption, insider trading, and other statutory and regulatory matters. Before joining Bracewell, Mr. Shipchandler spent almost 10 years in the U.S. Attorney's Office for the Eastern District of Texas, where he held positions of increasing authority ending as Deputy Criminal Chief. He has significant experience conducting and supervising investigations of securities violations as well as extensive trial experience from his time at the U.S. Attorney's Office. He is the recipient of the Department of Justice's Director's Award and the Department of Homeland Security's Silver Medal.