



**Professional Profile - Klitgaard, Thomas J. - Partner (AV Rated)**

tjk@dillinghammurphy.com

Law Clerk, United States Supreme Court Justice William O. Douglas,  
1961-1962

Associate, Gibson, Dunn & Crutcher, Los Angeles, 1963-1964

Associate, Pillsbury, Madison & Sutro, San Francisco, 1964-1971

Partner, Pillsbury, Madison & Sutro, San Francisco, 1971-1985

Vice President, Senior Vice President, General Counsel and Corporate  
Secretary, Tandem Computers Incorporated, Cupertino, California,  
1985-1992

Senior Vice President and General Counsel, Sega of America, Inc., Redwood City, California,  
1992-1996

Partner, Dillingham & Murphy, LLP, San Francisco 1997-present

Visiting Professor, Real Property Secured Transactions, Uniform Commercial Code, University  
of California at Berkeley Law School (Boalt Hall), 1967-1968

Adjunct Professor, Corporate Law and Partnerships, University of California at Berkeley Law  
School (Boalt Hall) 1997

Adjunct Professor, Asian Legal Systems, University of San Francisco School of Law,  
2002-present



**Litigation Experience**

- Litigator at law firms: antitrust, commercial, engineering, financial, intellectual property, lawyer malpractice, railcar and securities disputes, trials, appeals, and public agency hearings, 1967-1985, 1997-present
- Litigator at corporations: commercial, employment, financial, intellectual property, international distributorships, licensing, and securities law disputes, including mini-trials before senior executives from opposing companies, 1985-1996
- Arbitrator and Mediator, United States and International: commercial, distribution, employment, financial, intellectual property, investment, licensing, and technology disputes, 1987-present
- Special Master: Claims for Attorney's Fees, Discovery Disputes, and Mediation of Complex Private Investment Disputes and Public Interest School District Desegregation Plan Disputes, United States District Court, Northern District of California, 1997-intermittent
- Member of the Panels of Arbitrators and Mediators, American Arbitration Association (domestic, complex cases), International Centre for Dispute Resolution, New York, and Beijing Arbitration Commission

- Member of the Panel of Appellate Mediators, California Court of Appeal, First Appellate District, San Francisco
- Member of Panel of Civil Mediators, San Francisco Police Department Office of Citizen Complaints
- Certified Mediator, International Mediation Institute, The Hague, The Netherlands

### **Pacific Rim Experience**

- Commercial contracts, distribution agreements, joint venture agreements, technology transfer agreements involving China, Japan, and other countries on the Pacific Rim, 1979-present
- Chair for twenty years of management training program for mid-level managers jointly conducted by the San Francisco-Shanghai Friendship City Committee with the Shanghai Municipal Government Foreign Affairs Office and more recently with the Shanghai Economic Management College and China's State-Owned Assets Supervision and Administration Commission, Pudong Branch, 1984-2009
- Arbitrations, litigation, mediations, and business negotiations involving Asian and Pacific Rim business entities, 1985-present

### **Business, Corporate Experience**

- Acquisitions and mergers, commercial contracts, employment agreements, international product distribution and representative agreements, joint venture agreements, real property acquisition and financing, domestic and international taxation and tax accounting, technology acquisition and development (patent and software licenses, original equipment manufacturing agreements), and one time projects involving ERISA, hydroelectric generator projects, international ocean freight agreements, levee construction and engineering, and publishing agreements, 1963-present
- Compliance with Federal, State and Foreign antitrust laws and the Foreign Corrupt Practices Act, compliance with corporate record keeping and reporting requirements under the Federal Securities laws, conducting internal investigations for corporations, protecting directors' and officers' interests under directors' and officers' liability insurance policies, supervising corporate security functions, and evaluating claims of patent infringement by and against corporations, 1985-present

### **Academic Experience**

- Adjunct Professor of Asian Law, University of San Francisco (legal systems of Cambodia, China, Hong Kong SAR, Indonesia, Japan, North Korea, South Korea, Laos, Malaysia, Myanmar, The Philippines, Singapore, Taiwan, Vietnam), 2002- present
- Visiting Lecturer, San Francisco State Graduate School of Business Administration, Foreign Corrupt Practices Act, 2009
- Guest Lecturer, Shanghai Economic Management College, Legal Considerations for Chinese Companies when Expanding into the United States through acquisitions or sales, 2007

### **Education**

- Graduate, The Amos Tuck School of Business Administration Executive Program, Dartmouth College, 1990

- Graduate, Monterey Institute of International Studies, Training for Service Abroad, Mandarin Chinese Language Program, 1979
- LL.B., University of California at Berkeley Law School (Boalt Hall), 1961; Editor-in-Chief, California Law Review
- Graduate, United States Army Guided Missile School, Computers, Electronics, Antiaircraft Guided Missile Systems, Fort Bliss, Texas, 1956-1957
- A.B., Summa Cum Laude, University of San Francisco, 1956

## **Publications**

Asian Legal Systems Reference Book, 5th Edition; Cambodia, China, Hong Kong SAR, Indonesia, Japan, North Korea, South Korea, Laos, Malaysia, The Philippines, Singapore, Taiwan, and Vietnam, University of San Francisco School of Law (2009)

The Context for Innovation in Japan: Comparative Competitive Aspects and Some Practical Comments, 21 Canada-United States Law Journal 55 (1995)

Arbitration Laws and Dispute Resolution in The People's Republic of China: Recent Developments, Symposium on Private Investments Abroad -- Problems and Solutions in International Business, Matthew Bender & Company (1992)

Remembrances of William O. Douglas on the 50th Anniversary of his Appointment to the Supreme Court, Journal of Supreme Court History (1992) (contributor)

High Technology Disputes: The Arbitration as the Emerging Solution, 8 Santa Clara Computer and High Technology Law Journal 1 (1992) (co-author)

Preferential Treatment for Foreign Investment in The People's Republic of China: Special Economic Zones and Industrial Development Districts, 7 The Hastings International and Comparative Law Review 377 (co-author) (1984)

People's Republic of China Joint Venture Dispute Resolution Procedures, 1 UCLA Pacific Basin Law Journal 1 (1982)

The Civil Rights Act and Mr. Monroe, 49 Cal. L. Rev. 145 (1961), reprinted in Selected Essays on Constitutional Law, Association of American Law Schools, West Publishing Co. (1963)

Criminal Law: Doubt as to Defendant's Sanity at Time of Trial, 48 Cal. L. Rev. 318 (1960)

Constitutional Law: Power of Legislative Committees to Compel a Witness to Reveal Communist Affiliations, 47 Cal. L. Rev. 930 (1959)

## **Lectures**

Some Information that You May Need to Have to Help Put Emerging China into Perspective for You and Your Grandchildren, San Francisco Committee on Foreign Relations (2010)

The Mediation of International Commercial Disputes, Successful Techniques, Northern California International Arbitration Club (2009)

The Foreign Corrupt Practices Act, Dealing with Corruption or Attempts to Corrupt in International Business Transactions, Graduate School of Business Administration, San Francisco State University (2009)

The Arbitration of International Business Disputes, Effective Practices under Differing Rules of Procedure, Graduate School of Business Administration, San Francisco State University (2008)

How Chinese State Owned Companies Can Identify and Manage Cost Effective Legal Services Which Are Necessary for Their Expansion into the United States Through Sales or Mergers, Shanghai Economic Management College (2007)

Arbitration in the People's Republic of China, Northern California International Arbitration Club (2005)

How to Obtain the Best Results In International Arbitration, Association for Transportation Law, Logistics and Policy (2001)

How to Succeed in the Practice of International Law in the New Millennium, Institute for International and Comparative Law, Dallas, Texas (2001)

Litigation, Indemnification, and D&O Policy Coverage, Directors College, Stanford Law School (1997, 1996, 1995)

Drafting Arbitration Clauses for International Contracts, American Bar Association (1997)

What is a Fair Use of Copyright and Trademark?, Symposium on Antitrust/ Intellectual Property Claims in High Technology Markets, Third Annual Advanced ALI-ABA Course of Study for Plaintiffs' and Defendants' Bars and In-house Counsel (1997)

Personal Jurisdiction and Choice of Law in Disputes Over Real Interactions in Cyberspace, The Computer Law Association (1996)

The Transnational Arbitration of High-Tech Disputes, The Institute for Transnational Arbitration (1996)

Transferring International Technology - Modern Methods of Negotiating Technology Transfer Agreements with Chinese Organizations, San Francisco Global Trade Council (1996)

Resolving Trade and Investment Disputes with China, Institute for International Law & Business (1994)

ADR Provisions - Agreeing Upon and Drafting Pre-Dispute and Post-Dispute, American Intellectual Property Law Association (1993)

Circumstances Where ADR Is Appropriate and Not Appropriate, American Intellectual Property Law Association (1993)

Intellectual Property and Technology Issues, The Conference Board (1992)

High Technology Dispute Resolution, The Bar Association of the City of New York (1989)

Doing Business with the People's Republic of China, Commonwealth Club of California Business Economics Section (1986)

Negotiating with Chinese Entities, Skills and Challenges, The Chinese Cultural Foundation of San Francisco (1984)

Subject Matter Jurisdiction, 17th Annual Advanced Antitrust Law Seminar, International Trade and the Antitrust Laws, Practising Law Institute (1977)

Trade Secret Litigation, California Continuing Education of the Bar (1975)

## **Current Professional Activities**

Member, College of Commercial Arbitrators

Member, American Bar Association, Antitrust, Dispute Resolution, Intellectual Property Sections

Member, American Intellectual Property Law Association

Member, Northern California International Arbitration Club

Co-Chair, Northern California Membership Committee, United States Supreme Court Historical Society

### **Prior Professional Activities**

Chair, California State Bar Committee on the Maintenance of Professional Competence

Chair, Advisory Board, Institute for Law and Technology, Plano, Texas

Director, American Arbitration Association

### **Current Community Service**

Member, Council of Advisors, San Francisco Bay Area Council, Boy Scouts of America

Member, Graduate Business School Advisory Council, San Francisco State University

### **Prior Community Service**

Trustee, University of San Francisco

Trustee, Asian Art Museum, San Francisco

Chair, Board of Directors, Chinese Cultural Foundation of San Francisco

Director, San Francisco-Shanghai Friendship City Committee

Legal Counsel, Little Sisters of the Poor of Oakland, California

Legal Counsel, The Junior League of San Francisco, Inc.

### **Seminars Attended in Last Two Years**

20th Annual Institute for Transnational Arbitration Workshop: Confronting Ethical Issues in International Arbitration, 2009

Hong Kong International Arbitration Centre Adjudication Training and Assessment Update, 2009

7th Annual Miami Arbitration Conference: Increasing the Corporate Counsel Role in International Dispute Resolution, 2009

Fast Forward: Uncertainties, Risks and Opportunities of Rapid Aging in China, Japan, and Korea, Stanford Asia Pacific Research Center and the Center for Longevity, 2009

Presenting and Examining Financial Experts, Lorman Seminars, 2008

Damages in International Arbitration, Strategies, Techniques & Presentation, 19th Annual Workshop of the Institute for Transnational Arbitration, 2008

International Mergers and Acquisitions-Strategies and Trends, The Center for American and International Law, 2008

New Mediation Practices and Techniques, 10th Annual American Bar Association Section of Dispute Resolution Spring Conference, 2008

Applicability of the Foreign Corrupt Practices Act to International Business Transactions, University of California, Berkeley Law School (Boalt Hall), 2008

Seminar on Outstanding Trial Work, Best Practices as Seen from The Bench, San Francisco Bar Association, 2008

## **Military Service**

Lieutenant, United States Army Artillery, Active Duty 1956-1958

Lieutenant, Captain, United States Army Infantry, Reserves 1958-1964

## **Prior Federal Certificate and Licenses**

Merchant Seaman's Certificate, United States Coast Guard, ordinary seaman and wiper, 1956

Private Pilot's License, Civil Aviation Administration, Single Engine Land and Sea Plane 1957, 1959

## **Foreign Language**

Conversational Mandarin Chinese

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**Rated AV in Martindale-Hubbell's 2010 Directory of California Lawyers.**

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