



**U.S. GENERAL SERVICES ADMINISTRATION
FEDERAL ACQUISITION SERVICE**

Authorized Federal Supply Schedule FSS Price List

PREPARED BY CONTRACTOR:

K. TEYA MOORE & ASSOCIATES,
PA (d/b/a MOORE & ASSOCIATES
EIN/TIN: 52-276660
DUNS: 168741622
12530 Fairwood Parkway, Ste: 103
Bowie, MD 20720

CONTRACT ADMINISTRATOR:

Kieyasien K. Moore, Managing Partner
Phone Number: 301-860-0885
Fax Number: 301-860-0884
E-Mail: kkm@kteyamoore.com
Web Site: <http://www.kteyamoore.com>

Schedule Title: **Multiple Award Schedule** Federal Supply Group:
Professional Services Product Service Code: **R704**
Contract Number: **GS-23F0031X**
Contract Period: **Jan. 25, 2026 – Jan. 24, 2031**
Business Size: **Small**

Price list current as of Modification #PS-0050 effective February 6, 2025

Online access to contract ordering information, terms and conditions, up-to-date pricing, and the option to create an electronic delivery order are available through GSA Advantage!, a menu-driven database system.

The INTERNET address for GSA Advantage! Is: [GSAAdvantage.gov-
http://www.GSAAdvantage.gov](http://www.GSAAdvantage.gov)

For more information on ordering go to the following website: <https://www.gsa.gov/schedules>
Prices Shown Herein are Net (discount deducted)

CUSTOMER INFORMATION

1a. Table of awarded special item number(s) with appropriate cross-reference to item descriptions and awarded price(s).

SINs	Recovery	SIN Title
531210	531210RC	Offices of Real Estate Agents and Brokers
541110	541110RC	Office of Lawyers – Professional Legal Services
522310	522310RC	Financial Advising, Loan Servicing and Asset Management Services
OLM	OLMRC	Order-Level Materials (OLM's)

1b. Identification of the lowest priced model number and lowest unit price for that model for each special item number awarded in the contract. This price is the Government price based on a unit of one, exclusive of any quantity/dollar volume, prompt payment, or any other concession affecting price. Those contracts that have unit prices based on the geographical location of the customer should show the range of the lowest price, and cite the areas to which the prices apply.
Not applicable.

1c. If the Contractor is proposing hourly rates a description of all corresponding commercial job titles, experience, functional responsibility, and education for those types of employees or subcontractors who will perform services shall be provided. All hourly rates, job titles and description, experience, functional responsibility and education for employees or subcontractors who will perform services are provided **on pages 9 – 16 herein below.**

2. Maximum Order: \$1,000,000
3. Minimum Order: \$100
4. Geographic coverage (delivery area). Worldwide
5. Point(s) of Production 12530 Fairwood Parkway,
Ste: 103
Bowie, MD 20720

6. Discount from list prices or statement of net price.	Government Net Prices (Discounts already deducted.)
7. Quantity discounts.	None
8. Prompt payment terms.	Net 30 days
Information for Ordering Offices: Prompt payment terms cannot be negotiated out of the contractual agreement in exchange for other concessions.	
9. Foreign items.	Not Applicable
10a. Time of delivery.	To Be Determined at the Task Order level
10b. Expedited Delivery.	To Be Determined at the Task Order level
10c. Overnight and 2-day delivery.	To Be Determined at the Task Order level
10d. Urgent Requirements.	To Be Determined at the Task Order level
11. F.O.B. point(s).	Destination
12a. Ordering address(es).	12530 Fairwood Parkway, Ste: 103 Bowie, MD 20720
12b. Ordering procedures:	See Federal Acquisition Regulation (FAR) 8.405-3.
13. Payment address(es).	12530 Fairwood Parkway, Ste: 103 Bowie, MD 20720
14. Warranty provision.	Not Applicable
15. Export packing charges, if applicable.	Not Applicable
16. Terms and conditions of rental, maintenance, and repair	Not Applicable

- 17. Terms and conditions of installation (if applicable). Not Applicable

- 18a. Terms and conditions of repair parts indicating date of parts price lists and any discounts from list prices (if applicable). No
- 18b. Terms and conditions for any other services (if applicable). Not Applicable
- 19. List of service and distribution points (if applicable). Not Applicable
- 20. List of participating dealers (if applicable). Not Applicable
- 21. Preventive maintenance (if applicable). Not Applicable
- 22a. Special attributes such as environmental attributes (e.g., recycled content, energy efficiency, and/or reduced pollutants). Not Applicable
- 22b. If applicable, indicate that Section 508 compliance information is available for the information and communications technology (ICT) products and services and show where full details can be found (e.g. contractor's website or other location.) ICT accessibility standards can be found at: <https://www.Section508.gov/>. **Not Applicable**

- 23. Unique Entity Identifier (UEI) number **G5AHMC5VV8F4**

- 24. Notification regarding registration in System for Award Management (SAM) database. Contractor registered and active in SAM.

EXECUTIVE SUMMARY



MA is a multidisciplinary professional services firm active within the New York City Tri-State and Mid-Atlantic regions as counsel to institutional lenders, and federal and state public authorities, in a broad array of commercial real estate, regulatory and finance related matters since 1990.

The firm is adept at providing counsel and support to foster economic development through strategic investments in sector priorities that include transportation, energy, food security and agriculture, public health, and small business and financial services with an emphasis on community reinvestment in affordable housing, education and LMI businesses and communities under the Community Reinvestment Act (CRA) for banks active in the DMV and NY Tri-State markets.

We advise banks of all sizes on regulations, capital requirements, compliance, lending, risk, international development projects, and tax and equity investments under IRC Section 42. Other clients include public agencies, regulated entities and large institutional funds established by financial services companies under CRA, and national associations established to increase the flow of capital to traditionally underserved communities from Pittsburgh to Atlanta and along the East Coast from New York to Florida. Our multidisciplinary practice focuses on complex corporate law, corporate governance and financial transactions (e.g., IRR, cap rates or risk analysis, documentation, and prioritization), structured finance, private equities, funds, regulated entities, complex litigation, and an array of CRE matters, including asset management, and discounted cash flow or IRR analysis during holding periods prior to disposition.

The firm was awarded a multi-year contract by USDA, RUS, as finance counsel in support of its indenture practice and direct lending nationwide. Lawyers from Moore & Associates served as lender's counsel for the OGC, USDA, respecting review, negotiation and documentation of secured indentures put in place for generation and transmission cooperatives who were borrowers from Rural Utilities Service including updating form amendments dating back to 1997. Services grew to include a second team of finance attorneys to provide legal support for USDA's Powering Affordable Clean Energy (PACE) program covering 100 PACE loans and grants.

From time to time the firm has handled proceedings in federal and state courts along the east coast, in the states of Maryland, New York and in Washington, D.C. The Federal Housing Finance Administration engaged the firm as lead counsel in the federal district court for Maryland and the Office of the Attorney General, State of Maryland, engaged the firm to resolve several asset recovery matters for Maryland Energy Administration. Baltimore County, Maryland, Dept. General Services has engaged the firm to manage sensitive investigations involving high-level executive offices.

REPRESENTATIVE EXPERIENCE

- Guided developer through zoning and entitlement process to secure approvals for a 250-unit multifamily project with 12.5% affordable units under Montgomery County's Moderately Priced Dwelling Unit Program.
- Represented developer in structuring and closing financing for a 120-unit new construction project utilizing 9% Low-Income Housing Tax Credits, tax-exempt bonds, and layered state housing subsidies.
- Advised nonprofit housing organization on acquisition and rehabilitation of 200-unit multifamily affordable complex, including HUD Section 8 contract assignment and assumption of FHA-insured debt.
- Negotiated joint venture between a private developer and a housing authority for redevelopment of a mixed-income community with 300 affordable units, leveraging operating subsidy, LIHTC financing and city-issued tax-exempt bonds.
- Assisted in closing financing for a 150-unit mixed-income project combining LIHTC equity, Opportunity Zone investment, and housing authority gap financing.
- Structured layered financing for a 75-unit permanent supportive housing project, including housing trust fund loans, project-based vouchers, and philanthropic capital.
- Closed financing on rehabilitation of a 100-unit affordable senior housing project incorporating energy-efficiency upgrades, funded with tax-exempt bonds and federal HOME funds.
- Managing entitlement and construction finance for ownership of \$20M redevelopment project in Sothern Maryland

CURRENT PROJECTS

(1) legal counsel to national institutional warehouse lenders issuing up to \$100M in Section 7(a) Loans guaranteed by SBA under 13 C.F.R. Part 120 (2) leasing counsel managing over \$500M in CRE assets in the DMV, (3) legal counsel managing entitlement and construction finance for ownership of redevelopment project in Sothern Maryland, (4) leasing and land use attorney for 250,000+ SF MX-C retail center in Southern Maryland acquired in 2007 for \$42,000,000, (5) CRE counsel to \$185M Growth Fund to increase affordable housing throughout the DMV, and (6) legal counsel to developers and institutional lenders regarding NMTC and LIHTC transactions under IRC Section 42 to redevelop: (i) a charter school in Delaware, (ii) nineteen (19) residential rental buildings containing sixty-three (63) units designated for low-income housing in Baltimore, Maryland financed in part through use of LIHTC and private investor funds, (iii) a \$40 Million Dollar Affordable Housing Preservation Fund, (iv) a \$22 Million Grow American Affordable Housing Fund, (v) a financial services health improvement fund to provide in investments - debt or equity - for small business, including FinTech activities, in the MidAtlantic region, and (vi) \$30 million debenture and a \$45 million capitalized fund.

In 2025 and 2026, M&A was recognized with a platinum-level client service rating, an honor awarded to less than 5% of firms nationwide.

PUBLIC SECTOR TRANSACTIONS

The firm holds a GSA PSS Federal Supply Schedule contract (Contract No.: GS-23F-0031X). The term of our GSA contract has been renewed and is valid through its third renewal period, from January 25, 2026, to January 24, 2031. Our Federal Supply Schedule is listed under GSA Schedule No.: GS-23F-0031X and includes CAGE: 5FW22, UEI: G5AHMC5VV8F4, EIN/TIN No.: 52-2076660, and DUNS: 168741622.

A list of our Public Sector Clients follows:

Past Performance:

- General Counsel, Federal Housing Finance Agency
- U.S. Department of Treasury
- General Counsel, National Science Foundation
- U.S. Department of Defense, Walter Reed Army Institute of Research & U.S. Army Medical Research and Materiel Command, Office of Research and Technology Applications
- Maryland-National Capital Park and Planning Commission
- Office of the Attorney General, State of Maryland,
- Johns Hopkins University, Forest City – New East Baltimore Partnership,
- Prince George’s County, Maryland Redevelopment Authority.

Nine (8) Current or Recent Public Sector Awards:

- Housing Opportunity Commission – Outside Counsel
- U. S. Department of Agriculture, Rural Utility Service, Office of General Counsel
- United States Attorney (Dept. of Justice) - Georgia
- Consumer Product Safety Commission (CPSC), Office of General Counsel
- United States Attorney (Dept. of Justice) – Maryland
- General Services Administration, Public Buildings Service Office of Real Property Utilization & Disposal
- Baltimore County, Maryland, Dept. General Services
- National Credit Union Administration

2026 Maryland State Engagements:

- Assistant Counsel – Office of the Attorney General, State of Maryland Rail and Right of Way & P3
- Outside Counsel – State of Maryland, Office of the Attorney General (MD-OAG)
- Outside Counsel – Maryland Transit Administration
- Outside Counsel – Maryland Department of Transportation
- The Housing Opportunities Commission of Montgomery County (HOC).

Finance & Capital Markets

M&A has extensive experience representing both issuers, investors, financial institutions and federal and state authorities as they navigate today's complicated capital markets and leverage finance deals.

U. S. Department of Agriculture, Rural Utility Service, Office of General Counsel (*Recent Contract*): M&A was engaged to provide legal advice and counsel to USDA, OGC to support USDA loans and grants for energy audits, renewable energy development assistance, energy efficiency improvements and renewable energy systems.

Large Banks and Institutional Financial Services Companies (*Current Clients*): M&A provides strategic and regulatory advice to banks and related parties under FDIC, OCC and FRB supervision and CRA matters regarding IRC Section 42 investments to: (1) redevelop a charter school in Delaware, (2) finance nineteen (19) residential rental buildings containing sixty-three (63) units designated for low-income housing in Baltimore, Maryland financed in part through use of LIHTC and private investor funds, (3) establish funds or SPEs to provide up to \$100M in investments - debt or equity - for affordable housing and small business throughout the bank's CRA Assessment Area, and (4) issue up to \$100M in Section 7(a) Loans guaranteed by SBA under 13 C.F.R. Part 120.

State of Maryland, Office of the Attorney General ("MD-OAG") (*Past Performance*): M&A has a long history serving MD-OAG, Maryland Energy Division (MEA) from 2012-2017. We secured asset-based financing transactions using all asset types. The firm currently serves as outside counsel to MD-OAG under two (2) matters re: (1) the expansion of rail and right of way, and (3) P3 related matters.

Strategic Financial Services and CRE

Our private sector practice represents owners, developers, and accredited investors (institutional and non-institutional) in connection with commercial real estate projects.

GSA, Public Buildings Service Office of Real Property Utilization & Disposal (*Recent Contract*): counseled GSA on its real property portfolio in various capacities, including value added services, targeted asset reviews, real property sales and support services, and a full range of related strategic advisory services under a blanket purchase agreement.

National Association of Realtors (NAR), Real Property Operations (*Pro Bono Appointment*): oversight and asset management services for four (4) commercial buildings: (1) 500 New Jersey Avenue, Washington DC; (2) 430 N. Michigan Avenue, Chicago, IL; (3) 437 N. Rush Street, Chicago, IL, and (4) 7701 Service Center Dr, West Chester Township, OH.

Buckman Road Section II Partnership (Buckman Road) (*Long Term Client*): – legal,

strategic, finance and brokerage services to ownership of 250,000 SF of retail and office space in Bowie, Maryland, including inclusion of Kaiser-Permanente as a new stakeholder within Fairwood Green Shopping Center, in Bowie, MD, which was acquired for 42M in 2007. The firm subsequently managed the center as legal counsel and as the real estate broker until substantially leased up in or around 2019.

Quality Time Learning Center (QTLC) (*Long Term Client*): legal, finance, strategic and brokerage services for ownership of 12M redevelopment project in Silver Spring, MD. M&A serves as legal counsel and CRE advisor to the largest privately held licensed advanced childcare center in the State of Maryland, which provides childcare and early learning programs for historically disadvantaged and at-risk infants and children ages 1 – 5 at level 5 standards. The Project has full entitlement, and the building permit has been issued by DPS to proceed to construction.

National Community Reinvestment Coalition (NCRC) (*Recent Client*): management and brokerage services to operate NCRC's \$185M Growth Fund to increase affordable housing throughout the DMV. During the engagement we targeted millions of dollars to acquire, rehab and dispose of assets to preserve and sustain affordable housing throughout the DMV, specifically in the City of Baltimore and Prince George's County, Maryland.

Transactional Law

M&A is well-positioned generally to provide sound and critical legal services to support GC operations in the following areas:

- **Capital Markets and Public Finance.** Representing banks and accredited investors, et al.
- **Tax and Equity Investments.** Under Section 42 and in accord with CRA plans.
- **Information Technology and Data:** Advice and counseling regarding FOIA, licensing, privacy, and technology transfers.
- **Agency Innovation:** policy development, including best practices research, statutory review and modernization; benchmarking and best practices development; rulemaking support; and policy development.
- **Intergovernmental Relations:** Respond and interface with executive, federal and state agencies.
- **HR and Employment Matters:** Documentation for employer-employee relationships and the development of personnel policies; procurement and HR investigation services.
- **Regulated Entity Support:** investigation and examination support; market conduct examinations; administrative adjudications support.

Complex Litigation and Legal Support

M&A has provided litigation and administrative and appellate level support to federal and state agencies.

FHFA (*Recent Contract*): Diamond et ux. v. U.S. National Bank, et al., (the "Diamond Litigation"). M&A served as litigation counsel in defense of FHFA, a defendant in the Diamond Litigation filed in U.S. District Court for the District of Maryland and secured a dismissal with prejudice.

State of Maryland, Office of the Attorney General ("MD-OAG") and Maryland Energy Administration ("MEA") (*Past Performance*): M&A resolved asset recovery matters for MEA at trial. *See, State of Maryland (Confessed Judgment)* (Anne Arundel County), Case No.: C-13-179410.

U.S. Department of Treasury, Special Inspector General for the Troubled Asset Relief Program ("SIGTARP") (*Recent Contract*): M&A provided staff attorneys and paralegal support under an initial contract renewed three times to serve SIGTARP dating back to the Spring of 2016.

Consumer Product Safety Commission (CPSC), Office of General Counsel (2022-2023) (*Recent Contract*): Six (6) staff attorneys worked closely with the Consumer Product Safety Commission, Office of general Counsel, principally under Exemption 6 to alleviate a large FOIA backlog under intense pressure.

United States Attorney (Dept. of Justice) – Middle District of Georgia & United States Attorney (Dept. of Justice) – Maryland (*Recent Contract*): M&A employs approximately twelve (12) paralegals under a multiyear contract to provide legal support to the department of justice at several locations in State of Maryland and the State of Georgia.

PREPARED BY CONTRACTOR:

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Managing Partner
Phone Number: **301-860-0885**
Fax Number: **301-860-0884**
E-Mail: kkm@ktevamoore.com
Web Site: <http://www.ktevamoore.com>



ATTORNEY RESUMES (Partners)

K. “Teya” Moore (Managing Partner): Bowie, MD | Licensed: NYS, MD, DC and U.S District Court (MD)| Language: English | Founder 1997

Qwendolyn Brown (Partner 2024): Bowie, MD | Licensed: GA, MD, DC and U.S District Court (MD)| Language: English | M&A Partner, July 2024

Christopher Wang (Partner 2026): Stanford, CA | Licensed: CA| Languages: English, Mandarin and Spanish | M&A Partner, Jan. 2026

About

K. "Teya" Moore is the managing partner at Moore & Associates. A trusted advisor to government agencies and Fortune 100 companies, he represents clients in commercial real estate, finance & commercial/corporate law.

Counsel Experience

Moore has extensive experience advising federal, state, and local agencies, quasi-public entities, and financial institutions in commercial real estate, regulatory, and finance-related matters.

Finance Proficiency

Moore specializes in finance, including indentured finance, leveraged and investment grade financing, asset-based financing, and intercreditor transactions, fund formation, debt and private equity investments, and tax and equity investments under IRC Section 42. His practice includes community reinvestment in affordable housing, education, and businesses under the Community Reinvestment Act (CRA) in the DMV and NY Tri-State markets.

Moore collaborates with large banks and financial services companies, public sector stakeholders and governments, private foundations, ownership, and non-traditional capital sources to redevelop or finance projects in primary, secondary, tertiary markets and LMI communities. Projects include redeveloping the Realtor buildings on and adjacent to Chicago's Magnificent Mile and the largest privately held advanced learning center for children in Maryland, along with other educational initiatives in partnership with CDFIs, private foundations, and organizations focused on serving at-risk children and families.

Corporate and Investment Management

He manages complex engagements involving corporate law, corporate governance, exempt securities, regulated entities, complex litigation, and investments in commercial real estate including acquisitions, asset management, and discounted cash flow or IRR analysis during holding periods prior to asset disposition.

Public Engagements

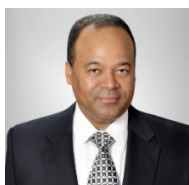
Mr. Moore oversees the firm's public engagements, such as multi-year contracts with USDA Rural Utilities Service (RUS) to support its indenture practice and direct lending nationwide as finance counsel for rural development of energy-efficient programs. He also serves as assistant outside counsel to the Montgomery County, Maryland Housing Opportunities Commission and Office of the Attorney General of Maryland.

Admitted In

- » Maryland
- » Washington, D.C.
- » New York
- » United States Districts Court (MD)

Education

- » LL.M. in Taxation, Georgetown University Law Center
- » J.D., New York University
- » B.S. in Government and Public Administration, C.U.N.Y., JJC



Contact

K. "Teya" Moore
Managing Partner
kkm@kteyamoore.com

Badges



Highlighted Representative Matters

- Finance Counsel to national institutional warehouse lender issuing up to \$100M in Section 7(a) Loans guaranteed by SBA under 13 C.F.R. Part 120.
- \$30 million debenture and a \$45 million capitalized fund for NMTC investments by Fortune 100 financial services client
- Leasing counsel managing over \$500M in CRE assets in the DMV and Chicago, IL
- Leasing and land use attorney for 250,000+ SF MX-C retail center acquired in 2007 for \$42,000,000.
- Commercial broker for NCRC \$185M Growth Fund to increase affordable housing throughout the DMV.
- Counsel to Financial Services Fund to provide up to \$100M in investments- debt or equity - for LMI businesses.
- Legal counsel managing entitlement and construction finance for ownership of \$20M redevelopment project in Sothern Maryland
- Multimillion dollar acquisition finance credit facility provided by Barclays Business Credit, Inc.
- Loan modification of hundreds of millions of dollars approved by Bank of New York and several foreign institutional lenders to recapitalize bankrupt debtor.
- \$500M transfer and assumption of credit facilities and syndicated loans, as part of an IRC 332 liquidation
- Finance counsel to the Maryland Energy Administration and Office of the Attorney General, State of Maryland
- Recovery of substantial portion of non-performing loans owed to federal and state clients.

Honors:

- 1983 - Riesman Award (Outstanding Scholastic and Community Service).
- 2001 Distinguished Community Service Award, Baltimore City Council.
- 2002 NASDB – Small Business Advocate of the Year Award.
- 2011 Proclamation, Chair (Equine Industry): Prince George’s County Council.
- 2014 CCIM Jay W. Levine Academy, the “Susan J. Groeneveld Award of Excellence.

Speeches, Publications, and Industry Outreach:

- CRE Panelist: Nuts and Bolts of a Redevelopment Deal – (Vancouver, 2023) CRE Moderator: Opportunity Zones – Business Issues Forum (Nashville, 2019) CRE Panelists: OZs - Challenges and Opportunities (Chicago, 2019)
- A Wealth Disparity Study – A Shattered Foundation: Revisited, Washington Post Op-Ed
- Crowdfunding: A Forward-Looking Overview, CCIM Presentation (2015)
- Taking Stock: An Equity Stake in Private Industry, TEDCO Presentation (2004)
- SBA Panelist: Dept. of Transportation “Small Business Ventures” (2002)

Current Appointments/Engagements:

- 2025-26 ABA National Co-Chair Government Incentives, RPTE.
- 2025: Vice President – Counselors of Real Estate
- 2024: Presidential Liaison – Counselors of Real Estate

(See, *Transactional Summaries* attached)

K. TEYA MOORE

K. “Teya” Moore, Esq., CCIM, CRE has a sophisticated transactional practice with a focus on finance, fund formation, debt and equity investments for private investment, institutional lenders, and national foundations. Clients include public agencies, regulated entities and large institutional banks, funds established by financial services companies under CRA, and national associations established to increase the flow of capital to traditionally underserved communities from Pittsburgh to Atlanta and along the East Coast from New York to Florida. Mr. Moore has extensive experience with debt offerings, direct lending, and various asset-based and secured and unsecured financing matters (including financing of public lands, hospitals, malls, shopping centers and office towers), private equity transactions, joint ventures, project finance transactions, non-acquisitive reorganizations, asset dispositions and asset recovery matters.

Current Projects: (1) legal counsel to national institutional warehouse lenders issuing up to \$100M in Section 7(a) Loans guaranteed by SBA under 13 C.F.R. Part 120 (2) leasing counsel managing over \$500M in CRE assets in the DMV, (3) legal counsel managing entitlement and construction finance for ownership of redevelopment project in Sothern Maryland, (4) leasing and land use attorney for 250,000+ SF MX-C retail center in Southern Maryland acquired in 2007 for \$42,000,000, (5) CRE counsel to \$185M Growth Fund to increase affordable housing throughout the DMV, and (6) legal counsel to developers and institutional lenders regarding NMTC and LIHTC transactions under IRC Section 42 to redevelop: (i) a charter school in Delaware, (ii) nineteen (19) residential rental buildings containing sixty-three (63) units designated for low-income housing in Baltimore, Maryland financed in part through use of LIHTC and private investor funds, (iii) a \$40 Million Dollar Affordable Housing Preservation Fund, (iv) a \$22 Million Grow American Affordable Housing Fund, (v) a financial services health improvement fund to provide in investments - debt or equity - for small business, including FinTech activities, in the MidAtlantic region, and (vi) \$30 million debenture and a \$45 million capitalized fund.

As the founder and managing partner of the firm, Mr. Moore manages client relationships with large Federal and State agencies, and he has been appointed and served in a leadership capacity as a member of the Board of Directors and as Chairperson for various national undertakings for institutional clients and national private foundations. Mr. Moore has extensive experience representing both issuers, investors, financial institutions and federal and state authorities as they navigate today’s complicated capital markets and leverage finance deals and built a firm that provides sound and critical legal services to support GC operations in the areas described immediately below and more fully in the Transactional Summaries attached.

Mr. Moore holds a B.S. in Government and Public Administration from C.U.N.Y, JJC (with honors), a law degree from New York University, and a LL.M. (master’s in taxation) from Georgetown University Law Center (with honors). Mr. Moore is admitted to practice in the State of Maryland, the State of New York, the District of Columbia, and the United States District Court for the District of Maryland. In 2025, M&A was recognized with a platinum-level client service rating, an honor awarded to less than 5% of firms nationwide.

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- Office of the Attorney General, State of Maryland,
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- United States Attorney (Dept. of Justice) - Georgia
- Consumer Product Safety Commission (CPSC), Office of General Counsel
- United States Attorney (Dept. of Justice) – Maryland
- General Services Administration, Public Buildings Service Office of Real Property Utilization & Disposal
- Baltimore County, Maryland, Dept. General Services
- National Credit Union Administration

2026 Maryland State Engagements:

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- Outside Counsel – State of Maryland, Office of the Attorney General (MD-OAG)
- Outside Counsel – Maryland Transit Administration
- Outside Counsel – Maryland Department of Transportation
- The Housing Opportunities Commission of Montgomery County (HOC).

TRANSACTIONAL SUMMARIES
*(LIST OF FINANCE, FUND & PRIVATE
EQUITY TRANSACTIONS)*

STRATEGIC AND FINANCIAL ADVISORY SERVICES

Mr. Moore has extensive experience as lead counsel on many capital market or redevelopment projects summarized as follows:

I. Finance:

U. S. Department of Agriculture, Rural Utility Service, Office of General Counsel. Mr. Moore secured a multi-year contract by USDA, RUS, as finance counsel in support of the RUS indenture practice and direct lending nationwide. Lawyers from Moore & Associates served as lender's counsel for the OGC, USDA, respecting review, negotiation and documentation of secured indentures put in place for generation and transmission cooperatives who were borrowers from Rural Utilities Service including updating form amendments that have been made to the original Oglethorpe Indenture approved by RUS entered in 1997. Services grew to include a second team of finance attorneys supervised by Mr. Moore to provide legal support for USDA's Powering Affordable Clean Energy (PACE) program, funded by the Inflation Reduction Act (IRA), covering 100 PACE loans and grants. The PACE program was established to provide \$78.3 million+ in partially forgivable loans to support renewable energy projects in rural America.

State of Maryland, Office of the Attorney General ("MD-OAG") Maryland Energy Administration ("MEA"). Mr. Moore secured and managed the prime contract as finance counsel to MEA to streamline operations, implement best practices, and structure and document all asset based financing transactions under the Jane E. Lawton Conservation Loan Program codified as Sections 9-20A-01 through 9-20A-10 of the State Government Article, Annotated Code of Maryland, for the energy efficiency projects financed by the State of Maryland from inception through asset recovery proceedings. *See*, copies of Notice of Judgment (Montgomery County), Case No.: 347505- V, and Amended Court Order (Prince George's County), Case No.: 10-00005.

Barclays Business Credit and American Signature Graphics. Mr. Moore served as lender counsel on the \$30,000,000.00 revolving credit and term loan facility (the "Borrowings") consisting of (i) a term loan facility in the original principal amount of \$10,000,000.00, and (ii) a revolving line of credit not to exceed \$20,000,000.00. The Borrowings were secured by (i) a cash collateral account equal to no less than \$10,000.00 at any time, and (ii) a perfected, first lien and continuing security interest against all of borrower's personal property assets, wherever located, as well as against certain uncertificated securities by registration of pledge by notice to various clearing corporations and investment companies under Article 8 of the Uniform Commercial Code.

MNC Commercial Corp and the Resolution Trust Corporation. Mr. Moore served as lender counsel on the \$500,000,000.00 transfers of several credit facilities and syndicated loans from controlled corporation to parent in anticipation of IRC 332 liquidation and continuing commitments to be assumed by the parent company after extensive negotiations with Resolution Trust Corporation to resolve terms and conditions upon which such transfers would be made.

Manufacturers Hanover Trust and Hydrotherm. Mr. Moore served as lender counsel on the \$13,000,000.00 credit facility (the "Credit Facility") consisting of (i) a term loan in the original principal amount of \$9,000,000.00, (ii) a revolving line of credit in an amount not to exceed \$2,000,000.00, and (iii) a standby letter of credit and lender guarantee facility in the amount of \$2,000,000.00. The Credit Facility was secured by (i) an Open-End Mortgage (total Indebtedness Not to Exceed \$13,000,000.00), (ii) an Open-End Leasehold Mortgage (Total Indebtedness Not to Exceed \$13,000,000.00), (iii) a perfected, first lien and continuing security interest against all of Borrower's personal property assets, wherever located, (iv) Trademark and Patent Collateral Security Agreements, (v) a Collateral Assignment of certain corporate proceeds, and (vi) a Stock Pledge Agreement (collectively, the "Collateral Security"). In addition to the Collateral Security, the Credit Facility was guaranteed by (x) the Parent Company of the Borrower and (y) certain venture capitalists up to \$100,000.00. To induce lender to make the Credit Facility available certain international equity holders and secured creditors agreed to subordinate and defer payment of prior obligations, as evidenced by senior and junior subordination agreements, all in form and substance acceptable to legal counsel for Lender.

MNC Commercial Corp and Superior of Ohio, Inc. Mr. Moore served as lender counsel on the \$20,000,000.00 acquisition financing (the "Loan") consisting of (i) a term loan in the original principal amount of \$15,000,000.00 and (ii) a revolving line of credit not to exceed \$5,000,000.00. The Loan was secured by (i) a Mortgage against real property equal in amount to the Loan, (ii) a perfected, first lien and continuing security interest against all of Borrower's personal property assets, wherever located, including, without limitation, any and all inventory such as certain cars, trucks, chassis and other motor vehicles manufactured and sold by GMAC to the Borrower (the "Floor-planned Vehicle Inventory"), (iii) Trademark and Patent Collateral Security Agreements, and (iv) a Stock Pledge Agreement (collectively, the "Collateral Security"). In addition to the Collateral Security, certain members of management were required to guarantee the Loan and obtain and maintain key man life insurance with loss payee endorsement in favor of Lender. To induce lender to make the Loan, GMAC and Lender entered into an Inter-Creditor Agreement, whereby each agreed to the relative priority of the other's interests in the Floor planned Vehicle Inventory.

II. Private Equity:

Private Equity & Investment Fund - Walter Reed Army Institute of Research, Office of Research and Technology Applications, United States Department of Defense (WRAIR). Mr. Moore directed and managed the engagement by WRAIR to work closely with the Judge Advocate General's Corps and Director, Office of Research & Technology Applications, U.S. Army Research & Materiel Command (USAMRMC) at Fort Detrick to create a model private

equity transaction and fund to control, monitor and hold foreign private equities until disposition that would serve to both recapitalize the ORTA at WRAIR and lure biotech firms to the region to develop new technologies with national and military implications. Mr. Moore structured, negotiated and closed the complex transaction involving WRAIR and international stakeholders including Iomai Corporation, a public company trading on the NYSE, its parent Elan Corporation, plc., and affiliates Elan International Services Ltd. and Xairo Corporation, Ltd. To induce WRAIR, Iomai and its affiliates agreed to form a private equity fund managed by MDBio to control, monitor and hold both preferred and common voting stock issued by Iomai and Xairo for the exclusive economic benefit of WRAIR subject to certain triggering events or milestones defined and set forth under a Development Plan as part of an Amended License and CRADA among the parties. Mr. Moore continued to structure complex joint ventures and technology exchanges to pool resources with the private sector and to promote privatization of patentable technologies with national implications for public benefit for more than a decade.

ErstMark Transportation Group, Inc. asset acquisition of **Superior Coaches Division of NEOAX, Inc.** Mr. Moore served as lead finance counsel to close the inventory asset acquisition with adjustments based on closing balance sheet and assumption of liabilities relating to the sale of certain cars, trucks chassis and other motor vehicles (the "Floor Planned Vehicle Inventory"). In addition, the buyer acquired certain real property located in Lima, Ohio covering approximately six (6) acres with improvements - the Superior Coach/S&S facility, including two (2) buildings, part of a third building, a canopied area, and a parking lot (the "Real Property"). Attention given and due diligence performed with respect to various bailment arrangements. There was a subsequent 368(a)(1)(A) acquisitive reorganization between ErstMark Transportation Group, Inc. (a Texas corporation) into Superior Coaches Corporation (a Delaware corporation), whereby the surviving Delaware corporation, Superior of Ohio, Inc. (the "Borrower"), continued the sale of the Floor Planned Vehicle Inventory as a wholly owned subsidiary of Superior Holdings, Inc. (the "Guarantor"). Financing included a \$13,000,000.00 credit facility (the "Credit Facility") consisting of (1) a term loan in the original principal amount of \$9,000,000.00, (2) a revolving line of credit in an amount not to exceed \$2,000,000.00, and (3) a standby letter of credit and lender guarantee facility in the amount of \$2,000,000.00. The Credit Facility was secured by (i) an Open-End Mortgage (total indebtedness not to exceed \$13,000,000.00) on the Real Property, (ii) an Open-End Leasehold Mortgage (total indebtedness not to exceed \$13,000,000.00) with respect to leasehold interests, (iii) a perfected, first lien and continuing security interest against all of Borrower's personal property assets, wherever located, particularly the Floor Planned Vehicle Inventory, (iv) trademark and patent collateral security agreements, (v) a collateral assignment of certain corporate proceeds from the asset sale, and (vi) a stock pledge agreement (collectively, the "Collateral Security"). In addition to the Collateral Security, the Credit Facility was guaranteed by (x) the parent Guarantor, and (y) certain venture capitalists up to \$100,000.00. To induce lender to make the Credit Facility available certain international private equity holders and secured creditors agreed to subordinate and defer payment of prior outstanding obligations, as evidenced by senior and junior subordination agreements.

ADP Atlantic, Inc. acquired **National BioSystems, Inc. ("NBI")**. Mr. Moore served as lead counsel for NBI, the acquired firm, a high-tech software development C Corporation in a

taxable private equity common stock acquisition. NBI had successfully developed and marketed computer software provider bill audit system licensed to several national insurance companies for fixed term. Private equity acquisition documentation provided for (i) initial purchase of 19.9% of capital stock consistent with Hart-Scott Rudino Act and in compliance with SBA rules and regulations, (ii) subsequent call and purchase of 80.1% of capital stock based on EBT of company on date of purchase, (iii) \$2,000,000.00 loan commitment made available prior to call, (iv) executive employment and shareholder buy-sell agreements, and (v) guarantees.

AVIAN Healthcare Corporation (“Avian”) acquired control of **MegaTech Medical, Inc. (“MegaTech”)**. Mr. Moore served as lead counsel for Avian in a tax-free reverse subsidiary merger. MegaTech was engaged in, *inter alia*, the business of distributing medical or health care products to hospitals, clinics, physicians, laboratories or other medical or health care facilities. Agreement and Plan of Merger provided for a reverse subsidiary merger under 368(a)(1)(A), whereby Avian formed a transitory subsidiary to merge into MegaTech, the surviving company, with the sole stockholders receiving Avian stock plus boot or the “Merger Consideration” in exchange for all of MegaTech capital stock.

Micro Computer Company of Delaware, Inc., a wholly owned subsidiary of Innovative Tech Systems, Inc. (“ITS”) acquired **Micro Computer Company of Maryland, Inc. (“MCC”)**. Mr. Moore served as lead counsel for MCC in a tax-free 368(a)(1)(C) stock for assets acquisitive reorganization. MCC was engaged in the business of selling, licensing and distributing computer software devices and related products. MCC agreed to exchange substantially all of its assets and properties for the voting common stock of ITS, in accordance with 368(a)(1)(C). Such assets included MCC’s contracts, leasehold interests and licensing agreements between MCC and certain third-party software developers. Principals of MCC entered into both employment and restrictive covenant agreements.

Veterinary Centers of America, Inc (VCA): Mr. Moore served as lead counsel on a (368(a)(1)(B) exchange with preferred stock to acquire North Rockville Veterinary Hospital and certain real property in exchange for all of voting common stock and certain assumed liabilities within allowable boot limitations.

III. Investment Funds:

Discover Financial Services (n/k/a Capital One Bank) (DFS) - Discover Financial Health Improvement Fund, LLC. Mr. Moore serves as a strategic and regulatory counsel for “Qualified Fund Investments” made by DFS. Our work product is highly regulated and complex from inception including documenting the term sheet for approval by internal bank regulatory and finance counsel and subsequently preparing the governing and ancillary documentation required to establish the fund and third-party relationships in compliance with applicable law. The most recent fund, the Discover Financial Health Improvement Fund, LLC (the “Company”), remains operational and in effect under “Applicable Law” (e.g., federal and state law and underlying regulations). The Company was created: (i) to engage in community development and activities that promote the public welfare that are permissible for national banks and their subsidiaries,

nonbank subsidiaries of bank holding companies, and state-chartered banks under the Community Reinvestment Act; and (ii) to own and manage QFI assets. The Company investment scope or purpose is specifically limited to making Qualified Fund Investments by investing in portfolio companies through primary issuances of equity shares and/or other instruments that are convertible or exchangeable for equity, which will be managed through and by two (2) separate sleeves: the Resilience Sleeve and the Chart line Sleeve. Each Sleeve shall (i) make Qualified Fund Investments subject to CRA Approval and Legal Review under the terms and conditions set forth under the governing documentation; and (ii) engage in any related activities legally permissible solely with respect to Qualified Fund Investments that are otherwise permissible for subsidiaries of insured depository institution holding companies, subject to any additional limitations or restrictions under Applicable Law. Mr. Moore also represents DFS in cross-banking activities with other institutional lenders.

East Baltimore Development, Inc. (EBDI). EBDI is a not-for-profit organization that represents community, business, institutional, and government interests in redeveloping an 88-acre area immediately north of the Johns Hopkins Medical Center campus (the “Project”). The redevelopment Project includes two million square feet of new biotechnology space, 500,000 square feet of commercial space, and employment opportunities for up to 6,000 people, 2,100 units of mixed income housing, a new K-8 public contract school, a new Public Health Lab for the Department of Health and Mental Hygiene, public parks, open space, and a regional commuter rail station. Mr. Moore was appointed jointly by the Mayor of Baltimore, the governor of the State of Maryland, and elected representatives to serve two (2) consecutive terms as an executive member of the board.

The Project has been divided into two phases. The first phase includes a 31-acre area roughly bound by Broadway, East Madison Street, North Washington Street and East Chase Street. Within this area the acquisition of 916 properties has been completed, 725 households have been relocated, and 378 properties have been demolished, including a swath of land bounded by Broadway, East Chase Street, North Wolfe Street and Ashland Avenue. Construction is completed on three residential components: a 78-unit affordable senior rental apartment building and a 74-unit workforce (family) rental building and a 63-unit mixed income rental development. The project’s first life sciences building opened in April 2008 and is stabilized.

EBDI and the City continued making progress towards the development of the Phase I area in FY 13, achieving three major milestones. First, MICA PLACE, a new community arts-education facility opened in the area and is expected to create vibrant new arts opportunities for residents. Second, the Graduate Student Housing Building has been completed. Based on the marketing analysis, this \$60 million residential tower will house 570 students in the heart of the redevelopment district, joining the 350 residents who already live in one of three new housing developments. Lastly, the East Baltimore Community School, a new neighborhood public contract school, is operational with elementary and middle school students in five grades. In partnership with Johns Hopkins and other area institutions, this school is expected to bring high-quality education to current East Baltimore residents and attract new families to the area.

The EBDI Fund:

Mr. Moore was reengaged by Federal, state and local elected officials to work closely with EBDI and its stakeholders, including Johns Hopkins University and the Annie E. Casey Foundation to help capitalize a community reinvestment fund. Mr. Moore and the firm remained engaged to support Project stakeholders thru 2014. He served as legal counsel for the East Baltimore delegation of federal, state and local elected representatives who sat on a special committee chaired by State Senator Nathaniel J. McFadden, the President Pro Tem in the Maryland State Senate, and Douglas W. Nelson, the past president of the Annie E. Casey Foundation. This collaborative effort also included Johns Hopkins University, Forest City – New East Baltimore Partnership, Congressman Cummings and various Maryland State and local elected representatives including the Office of the Mayor of Baltimore City. The Special Committee was designed to: (1) explore best practices and a means to achieve economic inclusion of the local DBE and small business communities on one of the largest redevelopment projects underway in the State of Maryland, and (2) capitalize a multi-million-dollar EBDI community reinvestment fund (Fund).

The Fund was capitalized in accordance with the following stipulation:

- It is the intention of EBDI that between .5% - 2% of all net income generated by EBDI from commercial leases in the Biotech Park (approximately 2 million square feet) be distributed annually to a certified Community Development Financial Institution (CDFI) approved by the EBDI Board. The CDFI must have substantial experience in making private equity and equity type investments in distressed Baltimore communities.
- It is the intention of EBDI to distribute between 4% - 6% of all net proceeds generated from the sale of commercial land in Biotech Park to a certified Community Development Financial Institution (CDFI) approved by the EBDI Board. The CDFI must have substantial experience in making private equity and equity type investments in distressed Baltimore communities.

In addition to establishing the Fund, Mr. Moore provided strategic advice re:

Morgan State University (MSU). Transfer of an unused 144,000 square foot building within blocks of the redevelopment site along North Avenue to MSU.

East Baltimore Community Joint Housing Policy (Housing Policy). Authored the Housing Policy for an affordable housing coalition for displaced residents in East Baltimore.

Urban Renewal Plans (URPs). Served as legal counsel to Baltimore City Council to monitor and evaluate EBDI compliance with URPs; negotiated approval of URPs to rezone certain properties and to give condemnation authority to involuntarily relocate more than 900 families and residents preceding the demolition and redevelopment of the Project area.

PUD. Served as legal counsel to Hon. Paula Johnson-Branch, Baltimore City Council, and Chair of the Urban & Intergovernmental Affairs Standing Committee, regarding approval of EBDI development plan for PUD area (Area A), including a massing plan (showing arrangements of buildings, their density and heights), a preliminary landscape plan and streetscape improvements plan.

Relocation. From inception worked extensively with the Annie E. Casey Foundation and other stakeholders to prepare, review, analyze and refine EBDI plans to involuntarily relocate families and residents in accord with URA and 104(d) requirements.

Land Development and Disposition Agreement (LDDA)/Master Developer Agreement (MDA)/108 Funds/NMTC. Analyzed and negotiated approval in consultation with Baltimore City Council: (1) LDDA with Baltimore City which governs, inter alia, selection of master developer, mortgage financing, defaults, transfers, minority inclusion and infrastructure; (2) MDA to govern planning process, site assemblage, acquisition, development and construction by master developer; (3) 108 Funds - a \$21,200,000 HUD Section 108 loan guarantee application used for acquisition, demolition, relocation and debt service managed by EBDI; and (4) \$15,000,000 EBDI loan under federal New Markets Tax Credit program (Section 45D of the Internal Revenue Code) with guarantees and collateral securitization including amounts received pursuant to certain tax increment financing transactions with respect to the Project area.

National Community Reinvestment Coalition (NCRC). Mr. Moore was engaged to deploy the NCRC \$185M Growth Fund to acquire, rehab and dispose of assets to preserve and sustain affordable housing throughout the DMV, specifically in the City of Baltimore and Prince George's County, Maryland.

IV. Strategic Advisory Services:

The Housing Opportunities Commission of Montgomery County (HOC). Mr. Moore serves as a CRE consultant to HOC on planning and zoning related matters to support updating Area Master Plans and Sector Plans, evaluate HOC's real estate holdings and plan for redevelopment via the zoning and planning process, monitor submissions to the Maryland National Capital Park and Planning Commission for preliminary plan, site plan and special exception approvals, assist in the drafting of formal housing policies and zoning text amendments, and produce research, analysis, informational products, proposed legislation, and policy statements.

Maryland National Capital Park and Planning Commission (MNCPPC). Mr. Moore held a prime contract over a four year period to provide strategic advice and perform redevelopment, finance and transactional services and analysis for MNCPPC including a feasibility study and market analysis of comparable common owned communities, existing site plans and other market factors to encourage substantial investment and public policy objectives consistent with the Prince George's County District Council approved Westphalia Sector Plan and Sectional Map Amendment encompassing more than 6,000 acres within Developing Tier.

GSA, Public Buildings Service Office of Real Property Utilization & Disposal. Mr. Moore held a prime contract to advise GSA on its real property portfolio in various capacities, including value added services, targeted asset reviews, real property sales and support services, and a full range of related strategic advisory services under a blanket purchase agreement.

National Science Foundation, Office of General Counsel. Mr. Moore led team that handled major procurement matters including, by way of example, (1) the re- structuring of the Federal Aviation Administration Automation System, (2) the purchase, installation and maintenance of explosive detection equipment at all US airports, (3) the TSA personnel reorganization, (4) OTAs with US airport baggage screening systems, and (5) the sale/transfer of security equipment to foreign governments.

Equine Industry Task Force- MNCPPC. Mr. Moore was appointed to chair the Prince George’s County Equine Industry seventeen (17) member task force to explore and facilitate the economic development potential of the equine industry in Prince George’s County. The equine industry is valued at over 60 million dollars, excluding the estimated redevelopment cost of 100 million dollars for a horse park.

P3/PUBLIC POLICY, FINANCE & CRE DEVELOPMENT

Lot 31. Mr. Moore was part of the legal team representing StonebridgeCarras, in a joint venture with PN Hoffman, and Montgomery County, Maryland (P3 Parties). The P3 Parties agreed to a LEED certified development plan for the 3.3-acre Lot 31 project, which includes up to 250 condominium units, 40,000 square feet of retail, 1,400 underground parking spaces (1,100 of which will be controlled by the County for public parking), the re-alignment of Woodmont Road and major public amenities. The adjacent Capital Crescent Trail was widened for public access seating and to accommodate bikers using the popular trail. Residences included a combination of workforce, affordable and luxury condominium products comprised of studio units to 3-bedroom units with private decks. The resulting public-private initiative enabled development of high quality residential and retail space in a submarket that commands among the highest retail rents in greater D.C.

Quality Time Learning Center (“QTLC”). QTLC is an advanced learning center located within Silver Spring, Maryland, a marginalized community, where affordable childcare options remain a barrier to working parents. QTLC is also one of the largest privately held licensed childcare centers in the State of Maryland. The Center provides high-quality childcare and early learning programs for infants and children ages 1 – 5 at *level 5 standards*, the highest level attainable in the State of Maryland. Enrollment stands at more than 257 in 2025. Mr. Moore was engaged to oversee a multimillion-dollar redevelopment expansion of QTLC and secured full entitlement and the building permit issued by DPS with all project financing in place to proceed to construction. The work was complex and involved: (1) in fill land use analysis to achieve the “highest and best use” appraisal, (2) feasibility study to verify and evaluate construction and soft cost estimates, lease revenue assumptions, project budget including pre- development and construction cost projections, (3) assessment of project revenues, sources and uses of funds, and

overall financial feasibility, and (4) project financing to (i.e., loan-to-value & loan-to-cost analysis) to guide specific design and development decisions.

Buckman Road Section II Partnership (Buckman Road) - Fairwood MXC. The Fairwood subdivision in Bowie, Maryland was initially the only MXC (mixed use commercial and residential) community in Prince George’s County Maryland. The community is designed to house over 1,800 single family residences and an assortment of mid-level townhomes and large estates with its own elementary school, shopping center, office buildings and other amenities. Mr. Moore served as legal counsel to Buckman Road Associates – Section Two Limited Partnership LLP which acquired 250,000 SF of retail and office space in 2007 for \$42,000,000. Duties included all commercial leasing and related matters as well as certain land use matters, including integrating Kaiser-Permanente as a new stakeholder within Fairwood Green Shopping Center. Mr. Moore also represented the Fairwood residential community against GGP, the Community Founder, in settlement proceedings and secured an award as compensation for violating the Consumer Protection Act. The Community Founder was required to forgive \$2,000,000 in debt and to transfer and convey without consideration or cost to the community good, marketable and insurable fee simple title to land necessary for the continued development of the community.

National Association of Realtors (NAR), Real Property Operations. Mr. Moore was appointed by NAR to provide asset management services for four (4) commercial buildings: (1) 500 New Jersey Avenue, Washington DC; (2) 430 N. Michigan Avenue, Chicago, IL; (3) 437 N. Rush Street, Chicago, IL, and (4) 7701 Service Center Dr, West Chester Township, OH.

Pennrose Properties, LLC, and East Baltimore Enterprises, Inc. (EBEI). As counsel to EBEI, Mr. Moore represented the minority co-developer regarding the rehabilitation of the HOME Project, part of the larger redevelopment of Chapel Green - nineteen (19) residential rental buildings containing sixty-three (63) units designated for low-income housing in Baltimore, Maryland financed in part through use of LIHTC and private investor funds (the “LIHTC Transaction”). Mr. Moore worked with the parties to negotiate, document and secure financing noted below as follows:

SOURCES		USES	
\$1,800,000.00	Susquehanna Bank	\$ 200,000.00	Acquisition
\$2,000,000.00	MD-DHCD RHPP Loan	\$11,248,362.00	Construction
\$2,250,000.00	HOME Loan	\$ 1,275,877.00	Hard Cost Fees
\$9,300,000.00	LIHTC	\$ 477,343.00	Finance Fees
		\$ 1,535,412.00	Developer Fee
		\$ 534,006.00	Guarantees & Reserves
		\$ 79,000.00	Syndication Cost
\$15,350,000.00	TOTAL	\$ 15,350,000.00	TOTAL

COMPLEX LITIGATION

Mr. Moore built the complex litigation, FOIA and legal support group within the firm. Our group includes: former Senior Counsel and Acting Assistant Chief Counsel for FOIA compliance with the U.S. Department of Homeland Security/Transportation Security Administration; former Counsel to the Privacy Office Policy Advisor, Office of Terrorist Financing and Financial Crimes, U.S. Department of Homeland Security; former Policy Advisor, Office of Terrorist Financing and Financial Crimes, respecting issues relevant to anti-money laundering and counter-terrorist financing laws and policy initiatives, pursuant to Executive Order 13353, in furtherance of the Patriot Act's FOIA and Privacy Act amendments for the U.S. Department of the Treasury; and senior counsel with more than 10 years of public sector experience in administrative law and litigating matters concerning public access to records.

Federal Housing Finance Agency (FHFA) - Diamond et ux. v. U.S. National Bank, et al., (the "Diamond Litigation"): Prime contract as litigation counsel in defense of FHFA, a defendant in the Diamond Litigation filed in U.S. District Court for the District of Maryland. FHFA was sued in its capacity as an agency of the United States government with general supervisory and regulatory authority over the Federal National Mortgage Association ("Fannie Mae"), Federal Home Loan Mortgage Corporation ("Freddie Mac"), Federal Home Loan Banks, and the Office of Finance, and specifically as a conservator of Freddie Mac and Fannie Mae. The Diamond Litigation involved state and federal claims, including alleged constitutional violations and violation of securities laws. M&A performed under budget and secured a dismissal with prejudice on substantive grounds to bring an end to the Diamond Litigation before substantial costs associated with discovery and other issues were incurred by FHFA.

U.S. Department of Treasury, Special Inspector General for the Troubled Asset Relief Program ("SIGTARP"): Prime contract over five-years to provide legal support services on behalf of SIGTARP. SIGTARP was authorized to audit TARP programs to prevent fraud and abuse, identify wasteful spending, and drive improvements. Staff supported the draft and filing of FOIA pleadings in D.C. District Court and responses to FOIA requests by U. S. agencies including the Federal Bureau of Investigations and U.S. Department of Justice.

Consumer Product Safety Commission (CPSC), Office of General Counsel. Prime contract in support of CPSC under Exemption 6 to alleviate a large FOIA backlog under intense pressure.

United States Attorney (Dept. of Justice) – Middle District of Georgia & United States Attorney (Dept. of Justice) – Maryland. Prime Contract to provide significant legal support under a multiyear contract to the department of justice at several locations in State of Maryland and the State of Georgia.

PREPARED BY CONTRACTOR:

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About

Qwendolyn N. Brown is Senior Counsel at Moore & Associates. She has experience in both the private and public sectors, advising government agencies and Fortune 100 companies in the areas of real estate development, affordable housing, finance and leasing. She also has extensive experience in procurement, drafting and negotiating commercial contracts and working on corporate law matters.

Counsel Experience

Ms. Brown has extensive experience advising federal, state, and local agencies, quasi-public entities, and financial institutions in commercial real estate, regulatory, and finance-related matters.

Finance Proficiency

Ms. Brown has worked on large-scale, low-income tax credit deals in Washington, DC with one of the largest housing authorities in the nation. She also has experience working with Community Development Block Grants (CDBG) and Housing Preservation Trust Funds through the District's Department of Housing and Community Development. In her prior law firm work, Ms. Brown worked on deals involving bond finance, commercial mortgage-backed securities (CMBS) and represented both lenders and borrowers in financing large-scale real estate development deals across the country. She has also represented clients in complex transactions involving loan workouts, debt restructuring, loan syndication and securitization.

Land Use and Zoning Expertise

Ms. Brown currently serves as Vice Chair of the Prince William County Planning Commission, the governing body responsible for the review and approval of development plans in Prince William County. In her role as a Planning Commissioner, Ms. Brown reviews, analyzes and interprets zoning ordinances, comprehensive plans, subdivision regulations and other land use policies. She also provides guidance to developers, property owners, architects, engineers and attorneys regarding land use and zoning requirements. Ms. Brown advises members of the Prince William County Board of Supervisors on rezoning applications, special use permits, variances and development approvals. During her tenure as a Planning Commissioner, Ms. Brown has drafted zoning text amendments and revised the County's Affordable Housing Policy. Most recently, Ms. Brown was a significant contributor and editor of the County's Affordable Dwelling Unit Ordinance, which was adopted by the Board of Supervisors on June 3, 2025.

As a Planning Commissioner, Ms. Brown frequently collaborates with community stakeholders to balance development needs with the County's long-range planning goals and policies. She conducts site visits and research on high-profile development applications to ensure compliance with zoning, environmental, historic preservation and other land-related regulations. Ms. Brown works closely with the County's Office of Planning to monitor legislative and regulatory changes in Virginia that may affect local land use and zoning policies.

Ms. Brown has been a real estate attorney for over two decades representing owners, developers, lenders, landlords and tenants. Ms. Brown worked for the District of Columbia's Department of Housing and Community Development (DHCD) advising the agency and local developers on the development and financing of affordable housing units. At DHCD, Ms. Brown advised developers and District residents on the Inclusionary Zoning Housing Program requirements under the Housing Production Trust Fund and tenant/homeowner eligibility. Thereafter, Ms. Brown further developed her affordable housing expertise working on real estate deals with the District of Columbia Housing Authority for nearly seven years. While there, Ms. Brown frequently worked with affordable housing developers, DHCD, the District of Columbia Housing Finance Agency, and the District of Columbia Office

of the Deputy Mayor for Economic Development on the production of affordable housing units in the District of Columbia, including low-income tax credit deals (LIHTC). In addition to her real estate deals, Ms. Brown became proficient in other affordable housing programs and tools serving low to middle income families such as the Local Rent Supplement Program, Housing Choice Voucher Program (HCV), Moderately Priced Dwelling Unit Program, HCV Homeownership Program and other homeownership assistance programs in the Washington Metropolitan Area.

Ms. Brown has served as a guest speaker for several local organizations such as the Northern Virginia Building Industry Association and the Northern Virginia Affordable Housing Alliance to address land use and affordable housing development in Prince William County. She has also worked with some of the area's most notable affordable housing developers on bringing affordable housing projects to her county.

Admitted In

- » Washington, D.C.
- » Georgia
- » Maryland (pending)
- » United States District Court (DC)

Education

- » LL.M., Securities and Financial Regulation, Georgetown University Law Center
- » J.D., Texas Southern University, Thurgood Marshall School of Law
- » B.A., Communication Studies, University of North Carolina at Chapel Hill



Contact

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Qwendolyn N. Brown

PROFESSIONAL SUMMARY

Business savvy leader and legal advisor with over 20 years of experience advising executive leaders on legal issues involving commercial transactions and real estate, FAR and GSA supply contracts, data security and privacy, risk management and regulatory compliance matters. Thoughtful counselor who provides strategic leadership to legal teams and promotes a culture of high performance and efficiency. Proven history of successfully delivering innovative legal and business solutions based upon sound and resourceful strategies.

EXPERIENCE

Moore & Associates | Senior Counsel | July 2024-Present | Bowie, MD

- Represents public and private sector stakeholders, owners and developers in sophisticated commercial real estate and finance transactions. Advise and negotiate finance, fund and development documents for the construction of multi-million-dollar projects throughout the Washington DC Metropolitan area.
- Handles high-level negotiation, manages the overall transaction, and reviews the final legal opinion.
- Manages the transaction process and strategy, negotiating key terms, reviewing complex Title/Survey issues, finalizing the Opinion of Counsel.
- Primary drafting of all loan documents, draft and reviewing the Opinion of Counsel, negotiating with counsel, and managing the team.

Brown Law Firm, PLLC | Principal | February – July 2024 | Washington, DC

- Represents clients in commercial transactions and procurement matters. Reviews, negotiates and drafts commercial contracts, vendor/supplier agreements, software license agreements, RFPs, IFBs, and provides legal counsel on general business matters.
- Advises prime and subprime contractors on government procurement process, review Teaming Agreements and assist with bidding on government contracts. Advises clients on the FAR, GSA Schedule and supplemental regulations.
- Represents clients in commercial real estate matters. Advises and counsels local government and business owners on data security, regulatory compliance and privacy rights.

Lerch, Early & Brewer, Chtd. | Principal | March 2023-January 2024 | Bethesda, MD

- Represented owners and developers in sophisticated commercial real estate transactions in the District of Columbia and Maryland. Advised and negotiated development documents for the construction of multi-million-dollar projects throughout the Washington DC Metropolitan area.
- Reviewed, drafted and negotiated a variety of commercial agreements to support business operations including but not limited to technology licensing agreements, procurement (direct and indirect), nondisclosure agreements, data processing agreements and other commercial contracts. Partnered with various business teams across the internal organization to structure, draft and negotiate commercial agreements. Identified and explained commercial agreement terms and associated risks to the relevant business stakeholders and interpreted contract requirements, obligations and risk assessment or exposures and advised on the same.
- Developed strategic relationships with internal business leaders and stakeholders as well as vendors and suppliers to support transactions relating to the day-to-day operations of clients.
- Provided thoughtful and practical business and legal advice to help support global business initiatives and development of relationships with strategic partners.
- Resolved issues that arose in commercial relationships, including but not limited to handling pre-litigation disputes, inquiries and advice.

- Owned and maintained responsibility for clients' contract lifecycle management platforms used for commercial legal work.
- Developed policies and procedures for the intake, review and execution of commercial agreements across various clients' internal stakeholders.
- Assisted with drafting documents in connection with clients' foreign affiliates, subsidiaries and entities.

American University | Associate General Counsel | March 2019-March 2023 | Washington, DC

- Reviewed, negotiated and drafted commercial contracts, technology agreements (hardware and software), SaaS agreements, MOUs, MOAs, BAAs, vendor and licensing agreements.
- Served as lead advisor on contracts and procurement matters and advised University executives, stakeholders and staff with respect to policies, legislation; data security and privacy regulations and prepared memoranda on issues affecting business operations.
- Served as sole legal counsel on all University real estate development, land use, zoning and commercial leasing matters. Supervised junior attorneys and paralegal staff. Assigned and reviewed work products on real estate, procurement and immigration law matters.
- Advised University executives, stakeholders and staff on business operations, FERPA and GDPR Compliance issues, health benefits and employment law matters.
- Served as lead insurance attorney and advised Risk Management on liability issues in University's insurance policies. Drafted appeals for insurance coverage denials. Liaised with Risk Manager on policy coverage limits and policy renewals.
- Represented the University in commercial and real estate litigation matters, employment law matters before the EEOC and DC OHR and participated in mediation efforts to resolve disputes.

Brown Law Firm, PLLC | Principal | February 2018-March 2019 | Washington, DC

- Represented clients in commercial real estate development and leasing matters. Represented commercial landlord and tenants in lease disputes and litigation.
- Reviewed, drafted and negotiated vendor/supplier agreements, software license agreements, acquisitions and dispositions, construction contracts, RFPs, IFBs, and provided legal counsel on general business matters.
- Served as general counsel to small business owners and advised clients on general business issues, employment law and human resources matters. Advised on prime/subcontractor bid disputes involving the FAR, and represented clients in claims involving government contracts, real estate and commercial transaction matters.

DC Water and Sewer Authority | Principal Counsel | June 2016-February 2018 | Washington, DC

- Represented Agency as lead attorney in a variety of real estate, land use and zoning, and commercial transactional matters involving the acquisition and disposition of property for large scale construction and rehabilitation of underground water and sewer facilities on projects in excess of \$100 million dollars. Liaised with Risk Management to advise on and resolve construction claims and government contracting disputes. Advised internal audit on construction expenditures and reporting requirements for federal funding.
- Reviewed, drafted and negotiated commercial contracts involving IP licensing, technology, and SaaS agreements and advised internal business partners on data security, GDPR regulatory compliance and privacy issues.
- Managed and supervised junior attorneys, paralegals and office assistants. Worked closely with Risk Management to resolve construction claims and government contracting disputes. land use and zoning matters, and other transactional matters.
- Served as lead attorney on international IP licensing agreements and joint development deals for commercialization of IP.

DC Housing Authority | Associate General Counsel | August 2009-June 2016 | Washington, DC

- Served as lead contracts and procurement attorney for the Agency. In-depth knowledge of the FAR, GSA Supply Schedule and Buy American Act. Advised procurement on M/WBE and CBE regulations for Minority Vendor Program. Liaised with Office of Audit and Compliance on federal funding accounts and resolved discrepancies in financial reporting. Advised Agency officials on data security and privacy issues.
- Drafted, negotiated and reviewed transactional documents relating to software licensing, technology, professional services, MOUs, and other commercial transactions. Advised, counseled and provided support to the agency on commercial real estate matters.
- Supervised attorneys, interns and support staff, assigned and reviewed work products in the areas of administrative litigation, contracts and procurement and real estate transactions.
- Conducted training for Agency stakeholders on issues arising from contracts and commercial transactions.

DC Office of the Attorney General | Assistant Attorney General | December 2007-January 2009 | Washington, DC

- Represented DC Government on complex issues involving real estate and finance matters to create affordable housing opportunities and economic development within the District of Columbia.
- Negotiated and drafted full range of real estate transactional documents (loan documents, covenants, deeds, commercial and residential leases, and operating agreements) required for the acquisition, disposition, lease, finance and foreclosure of District-owned property.
- Represented the District of Columbia in real estate litigation matters.

Kelly Drye & Warren, LLP | Associate Attorney | June 2006-November 2007 | Washington, DC

- Reviewed, negotiated and drafted commercial transactional documents for clients on issues involving vendor/supplier contracts, technology agreements for SaaS services, communications and satellite services.
- Represented clients on commercial real estate transactions involving development, financing, retail and office leasing, multifamily properties, acquisitions/dispositions, deeds, covenants and easements.

Williams Mullen, P.C. | Associate Attorney | August 2005-June 2006 | McLean, VA

- Advised clients and drafted transactional documents for the financing, development, acquisition, disposition and lease of mixed-use developments, retail shopping centers, multi-family residential properties, and other commercial properties.
- Represented lenders, borrowers, developers, institutional investors, owners, and operators in financial services and real estate matters for commercial lending transactions, loan workouts, commercial mortgage-backed securities, debt restructuring, securitization, construction, bridge and permanent loans, structured finance, and the purchase and sale of commercial properties.

Monteau & Peebles, LLP | Associate Attorney | October 2003-July 2005 | Washington, DC

- Drafted and negotiated full range of transactional documents on behalf of owner for the development and financing of casino/hotel resort projects in excess of \$200 million dollars. Managed leasing portfolio of commercial leases for gaming facilities. Rendered legal advice on regulatory gaming matters involving development of Indian gaming facilities.

EDUCATION

Georgetown University Law Center | LL.M., Securities and Financial Regulation | Washington, DC

Texas Southern University, Thurgood Marshall School of Law | Juris Doctor | Houston, TX

University of North Carolina at Chapel Hill | B.A., Communication Studies | Chapel Hill, NC

BAR AFFILIATIONS

Georgia; District of Columbia; Maryland (Pending); US District Court-DC

OTHER ACTIVITIES

Planning Commissioner | November 2021-Present | Prince William County, VA

Review zoning requests for waivers, special use permits, amendments and public facility reviews for development of commercial and residential real estate and data center projects throughout the county.

About

Christopher Wang has spent over two decades as a trusted legal, financial, and strategic adviser for private funds (private equity, venture capital, real estate, hedge), financial sponsors, sovereign wealth funds, emerging growth companies, and high net worth individuals with complex business and legal interests across the globe.

Counsel Experience

He began his legal career with Shearman & Sterling, focusing on mergers & acquisitions, private equity and venture capital transactions, and fund formation. After almost a decade, he left the law firm setting to serve as Vice President, Head of Legal Execution and Transaction Management for Merrill Lynch's Global Principal Investment Desk (Asia ex-Japan) and its sponsored USD 2.65 billion Asian real estate private equity investment fund, overseeing all the legal matters relating to investment activities and operations (fundraising, fund formation, governance, operations, compliance). He has served on various boards advising companies of various sizes, stages, and sectors. Mr. Wang Co-founded and grew a private equity firm to over \$150 million AUM. He also built a solo practice with a few select clients focused on fund formation, operations, and investment activities (M&A, buyouts, venture capital financing, etc.).

Most recently, Mr. Wang served as Head of Data Operations of a legal tech start-up founded in 2018, Aumni, Inc. (Aumni provides digital solutions for (i) investors, including university endowments, with respect to their investment in private closed-ended funds and (ii) venture capital firms / funds with respect to their downstream investment activities and portfolio management.) He successfully scaled the operations of Aumni and facilitated the sale of Aumni to JP Morgan Chase in 2023. Identified as a key person to lead the integration of the company's data extraction & analysis operations, Mr. Wang served as Executive Director, Digital Innovations at JP Morgan Chase.

Finance Proficiency

Mr. Wang has represented both borrowers (sponsors, acquirers, real estate developers, investment fund managers, etc.) and financiers in sophisticated domestic and cross border leveraged transactions (private equity investments, M&A, real estate development, fund credit facility, etc.).

Investment Management

Mr. Wang advises regulated and unregulated advisors and their funds on (i) fund formation, governance, compliance & operations (single asset funds / SPVs, LPs, series LPs, rolling funds, exemptions for fund investors, broker-dealer activities, investment adviser matters, sub-advisers, investment company exemptions, special limited partners structures, carried interest / synthetic carried interest share arrangements, feeder funds, blocker funds for tax exempt organizations and Non-US, parallel funds, MFW arrangements); (ii) investment transactions including secondary investments and fund of fund investments; (iii) structure and documentation for funds focused on digital assets; (iv) private placements, subscription/questionnaire documentation, and (v) tax matters regarding treatment of various sources of income and arrangements.

Venture Capital and Private Equity Transactions

Mr. Wang advises emerging growth companies and investors with respect to venture capital financings (SAFEs, convertible notes, preferred equity – series seed, A, B, C, etc.). He also has experience and expertise private equity investment transactions (including rollovers, new shareholders agreements, and new compensation arrangements with management).

Mergers & Acquisitions

Mr. Wang actively leads all aspects of structuring, documenting, conducting due diligence, negotiating, and executing M&A, joint venture, and strategic alliance transactions, representing both buyers and sellers.

Admitted In

- » California

Education

- » LL.M. in Taxation, Georgetown University Law Center
- » J.D., University of Chicago Law School
- » B.A. in Political Science, Stanford University



Contact

Christopher R. Wang
Senior Counsel
crw@kteyamoore.com

Firm Badges



(See, *Transactional Summaries* attached)

GENERAL COUNSEL • LEGAL TECH EXPERT • STRATEGIC / FINANCIAL ADVISER • CO-FOUNDER

Trusted legal, financial, and strategic adviser for private funds (private equity, venture capital, real estate, hedge), financial sponsors, sovereign wealth funds, emerging growth companies, and high net worth individuals with complex business and legal interests across the globe. Expertise in streamlining legal processes and management through development of automation technology and training.

Most recently, helped lead a legal tech start up founded in 2018, Aumni, Inc., to successfully scale by establishing, training, and growing its overseas capabilities in the Philippines and India (managed over 380 professionals). Facilitated the successful sale of the company to JP Morgan Chase in 2023. Identified as a key person to lead the integration of the company's data extraction & analysis operations into JP Morgan Chase. Successfully integrated operations by Q1 2025. (Aumni provides digital solutions for (i) investors, including university endowments, with respect to their investment in private closed-ended funds and (ii) venture capital firms / funds with respect to their downstream investment activities.)

20+ years of legal practice at top law firms, bulge bracket financial institutions, and own private practice with particular expertise in alternative assets (including fund structuring, formation / governance / operations, secondaries / sales, compensation, etc. of private equity, venture capital, real estate, hedge funds), emerging growth company (formation, governance, operation, employment and compensation, financings, shareholding, voting rights and requirements tracking, capitalization table tie outs / management / projections, SaaS agreements, licensing / vendor / customer / other third-party arrangements, exit waterfall modeling, etc.), venture capital financing (SAFE, convertible notes, preferred equity – series seed, A, B, C, etc.), M&A transactions, private equity investments, and wealth transfers of high net worth individuals / families. Structured, drafted, reviewed, and negotiated thousands of NDAs for private equity investors.

Co-founded and grew a private equity firm to over \$150 million AUM.



- Structuring, documenting, and negotiating a wide range of sophisticated transactions.
- Deep subject matter expertise – served as Adjunct Professor and guest lecturer at various academic institutions.
- Financial and quantitative acumen – throughput models, financial models, automated valuation approaches, fund fee and distribution waterfall models, regression models, hiring needs models.
- Analysis of / compliance with complex and overlapping regulations (including Securities Exchange Act, Investment Company Act, Investment Advisers Act).
- Risk mapping, quantification, and mitigation (legal, financial, operational, etc.).
- Geographic experience includes USA, China, Japan, Korea, Hong Kong, Singapore, Southeast Asia, Europe, India, Australia; significant cross border work.
- Talent acquisition and development – recruited and trained a team of recent college graduates overseas to extract, summarize, and analyze data from sophisticated investment documents and financial statements (380 professionals). Recruited, trained, and mentored law firm associates and private equity analysts and associates.

PROFESSIONAL EXPERIENCE

JP MORGAN CHASE

May '23 – Mar '25, Salt Lake City / Cebu / Baguio / Mumbai

Executive Director, Digital Innovation.

Initiated, led, and participated in the exploration and development of new products and services for JP Morgan internal stakeholders and external customers of Aumni and JP Morgan including a platform for analyzing credit facilities to private funds, predictive regression and other data science models based on data from corporate charters, valuation analysis services, management fee and waterfall distribution calculators, exit waterfall calculators, capitalization table management and projections, etc.

AUMNI, INC. (legal tech / fintech company founded in Jan '18 and acquired by **JP MORGAN CHASE** in May '23)

Head of Data Operations.

Feb '23 – Mar '25; Salt Lake City, Cebu / Baguio / Mumbai

Led entire operations with over 365 professionals in the Philippines, 10 professionals in India, and 5 professionals in the US. Oversaw main business function and supporting administration functions (risk, legal & compliance, accounting & finance, human resources, talent acquisition, site operations, IT, people & culture). Led the data extraction, summarization, and analysis function of the entire organization which included Venture Capital Operations, Private Funds Operations, Document Management, Charters Only Operations, Cap Tables Operations, KPI Operations. Established and trained the Venture Capital Operations team in Q4 2018 and the Private Funds Operations team in Q2 2022. Established and trained the team in India (Q1 2024) to perform KPI data extraction and analysis.

Head of Center for Research, Training & Analysis (CRTA).

Oct '22 – Mar '25, Salt Lake City / Cebu / Baguio

Established CRTA to provide internal support for the US and overseas operations with various subdepartments including Operations Research & Support, Training, Documentation, Statistical Data Quality & Analysis.

Strategic / Technical Advisor.

Feb '18 – Sep '22, Salt Lake City / Cebu / Baguio

Provided subject matter expertise (including creation of training materials and programs) to develop digital solutions for and data extraction and analysis of fund formation & governance documentation and downstream VC investment documentation. Developed the financial model of the company for Series Seed financing.

CRW, PC (solo practice)

Jun '09 – Sept '22, Apr '25 - present; San Jose / Los Angeles

Attorney, Investment Fund-Vehicle Formation & Governance / Investment Transactions (M&A, PE, VC, RE) / Emerging Growth Companies. Advise emerging growth companies in relation to their formation, governance, operation, employment and compensation, financings, shareholding, voting rights and requirements, capitalization table verification / management / projections, SaaS agreements, licensing / vendor / customer / other third-party arrangements, exit waterfall modeling. Advise emerging growth companies and investors with respect to venture capital financings (SAFEs, convertible notes, preferred equity – series seed, A, B, C, etc.). Advise investors and businesses on transactions including M&A (buy/sell-side, minority/control, MBOs, etc.), private equity investments, and joint ventures. Advise investment fund managers and family offices with respect to private investment funds (private equity, venture capital, real estate, hedge).

SAX CAPITAL LLC (www.saxcapital.co)

Jan '21 – May '21; Washington DC / New York

Seconded as Temporary / Outsourced In-House Legal Counsel. Advised a regulated investment adviser on (i) fund formation, governance, compliance & operations (single asset funds / SPVs, LPs, series LPs, rolling funds, 3(c)(1) funds, 3(c)(1) integration issues, 3(c)(7) funds, exemptions for fund investors, broker-dealer activities, investment adviser matters, sub-advisers, investment company exemptions, special limited partners structures, carried interest / synthetic carried interest share arrangements, feeder funds, blocker funds for TEOs and Non-US, parallel funds, MFW arrangements); (ii) investment transactions including secondary investments and fund of fund investments; (iii) structure and documentation for digital assets (liquidations, distributions, redemptions; SAFTs); (iv) private placements (Reg D) including PPMs, subscription/questionnaire documentation, regulations; and (v) tax matters regarding treatment of carried interest, investment adviser income, MFWs, QSBS. Drafted and implemented investment advisory committee policy and procedures, valuation policies for securities and digital assets, investment allocation policy.

J&W PARTNERS*Partner / General Counsel.*

Jun '14 – Dec '20, Hong Kong / Seoul / Los Angeles

Led and managed all legal aspects of J&W Partners (private equity firm, over \$150 million AUM) including formation, operations, compliance of all funds managed or advised by J&W Partners in Hong Kong, Korea, USA, and Cayman Islands; fundraising; investment activities; exits; asset management; hiring, etc. Served on the board of various portfolio companies.

MERRILL LYNCH

Sep '07 – Jun '09; Hong Kong

Vice President, Head of Execution and Transaction Management for Asia Pacific Region (ex-Japan), Global Principal Investment (Global Commercial Real Estate). Oversaw legal structuring and execution of all investment transactions by Merrill Lynch (the "Balance Sheet") and the USD 2.65 billion Merrill Lynch sponsored private equity investment fund (the "Sponsored Fund") in the Asia Pacific Region (China, India, Korea, Southeast Asia, Oceania), supporting over 70 professionals. Directly managed five professionals within the Legal Execution & Transaction Management team for Asia Pacific Region. Oversaw and managed a consortium of six international law firms and a working list of over 25 local law firms. Led and managed formation, operations, and governance of the Sponsored Fund. Served as the Secretary for the Investment Committee (and the equivalent for the Balance Sheet). Developed database of standard legal documents.

JONES DAY

Jun '06 – Aug '07; Beijing

Senior Associate, Private Equity Group. Advised investment funds and other strategic and financial investors on all aspects of structuring and executing transactions, including M&A, fund formation and governance, private equity investments, venture capital financings, and real estate investments and financings.

DLA PIPER RUDNICK GRAY CARY

Sep '05 – Jun '06; Tokyo

Associate, Mergers & Acquisitions Group / Private Equity Group. Advised and participated in all aspects of structuring, documenting, managing due diligence, negotiating, and executing transactions, including M&A, private equity investments, real estate investments and financings, acquisition financings, joint ventures, project development, and project financings.

SHEARMAN & STERLING

Oct '01 – May '05; Hong Kong / Jun '00 – Sep '00; Menlo Park

Associate, Mergers & Acquisitions Group. Advised emerging growth companies in every aspect of their business. Advised and participated in all aspects of structuring, documenting, conducting due diligence, negotiating, and executing transactions, including M&A, fund formation and governance, private equity investments, venture capital financings, acquisition financings, joint ventures, project development, and project financings.

SELECTED BOARD / ADVISORY BOARD MEMBERSHIP**ENTER CAPITAL** (<https://enter.capital>)

Feb '20 – present; San Francisco / Miami

Advisor, Advisory Board. Investment and advisory firm focused on SaaS technologies and online entertainment.

ADDVENTURES

Feb '23 – present; Seoul

Advisor, Advisory Board. Emerging growth company accelerator and venture capital fund manager.

FERRATUM GROUP (<https://www.ferratumgroup.com>)

May '17 – Apr '21; Helsinki / Frankfurt / Valletta

Director, Board of Directors. Publicly listed digital/mobile banking platform (Frankfurt, Germany) with current market cap of over EUR 500 million, over 500 employees, and business operations in over 24 countries globally since its founding in 2005.

ACADEMIC EXPERIENCE

BRIGHAM YOUNG UNIVERSITY (J. REUBEN CLARK) LAW SCHOOL

Adjunct Professor.

Jan '23 – May '23, Provo

Teaching: "Private Investment Funds (Venture Capital, Private Equity, Real Estate, and Other Closed Ended Funds)"

KONKUK UNIVERSITY (COLLEGE OF BUSINESS)

Lecturer.

Jan '15 – May '15, Seoul

Teaching: "Structuring and Valuation for Venture Capital Financing"

SELECTED INTERNAL PUBLICATIONS

- Author, numerous training materials for Aumni and JP Morgan with respect to fund formation, operations, and economics; venture capital financing; investee company KPIs; capitalization tables.
- Author, Training Manual: Fund Formation and Operations: Structure and Documentation, April 2022. (created for an investment management company).
- Author, *Training Manual: Venture Capital Transactions: Reviewing and Analyzing Convertible Notes, SAFEs, and Preferred Equity Documentation*, July 2018. (created for an investment management company)
- Co-author, *Shearman & Sterling/McKinsey & Company Handbook on M&A in China: Business, Legal, and Tax Analysis*, December 2004. (created for Shearman & Sterling and McKinsey & Company).

SELECTED PRESENTATIONS / LECTURES

- *Private Fund Structuring, Documentation, and Compliance*, Corporate Internal Training, Sacramento, May 10, 2018
- *Navigating Investment Adviser & Investment Company Regulations (Investment Advisers Act, Investment Company Act)*, Corporate Internal Training, Helsinki, April 17, 2018.
- *Structuring and Documenting Venture Capital / Private Equity Funds*, Corporate Internal Training, Valletta, January 25, 2018.
- *Structuring and Documenting Mergers & Acquisitions in China*, McKinsey & Company Corporate Finance Practice Group Training Day, Hong Kong, November 12, 2004.
- *Structuring, Documenting and Negotiating Cross-Border Mergers & Acquisitions Transactions*, Info-Cite seminar, Hong Kong, July 8, 2004.
- *Mergers & Acquisitions*, Goldman Sachs training session, Hong Kong, May 27, 2003.

EDUCATION

GEORGETOWN UNIVERSITY LAW CENTER

Sep '20 – Jun '24; Washington DC

LLM (Master of Laws) in Taxation; GPA: 3.7/4.0; Advance Certificate in Wealth & Estate Planning

UNIVERSITY OF CHICAGO LAW SCHOOL

Sep '98 - Jun '01; Chicago

Juris Doctor; GPA: 77.4 (class average = 75; with honors = 78); Admissions: California (2002),

STANFORD UNIVERSITY

Sep '93 - Dec '97; Stanford

- Bachelor of Arts; Political Science with *Distinction, Phi Beta Kappa, and Honors*; GPA: 3.9/4.0
- Self-defense instructor for the Stanford University Women's Safety and Awareness Program

PERSONAL

- Proficient Mandarin Chinese (two years of academic study at Stanford University; studied Mandarin Chinese at the Beijing Normal University as an exchange student). Proficient Spanish.
- Enjoy boxing (instructor), Muay Thai (certified instructor / coach by the World Muay Thai Organization and the Kru Muay Thai Association, certified trainer by Phuket Top Team), Sanshou / Sanda, Brazilian Jiu Jitsu, skiing (compete in FIS Masters and USSSA Masters), swimming, traveling, cooking, and volunteer work.

ATTORNEY RESUMES (Non-Partners)

**Dionne Joemah (Senior Counsel): Bowie, MD | Licensed: MD and DC | Language: English
| Senior Counsel, January 2026**

**Gilad R. Berkowitz (Senior Associate): Bowie, MD | Licensed: MD, DC and CA |
Language: English | Senior Associate, December 2025**

**Hyeyoon Son (Junior Associate): Bowie, MD/Seoul, South Korea | Licensed: DC and
Korea | Languages: Korean, English, Japanese, and Mandarin | M&A Paralegal and
Associate, April 2025**

Dionne Joemah is an experienced senior executive and change leader with over 20 years of legal experience in financial services, affordable housing, and clean energy. Strategic and effective communicator possessing a strong ability to translate highly technical legal documents into plain language while manifesting excellent written and oral communication skills. Efficient negotiator in resolving cases and overseeing high-profile legal projects. Skilled professional with a solid record of results, strong critical thinking, problem-solving, research, and collaborator skills. Keen ability to interact with all levels of management and be a trusted partner and steward in protecting the interests of clients.

SENIOR COUNSEL

Moore & Associates

Bowie, MD

January 2026 - Present

- Advises government agencies, quasi-public and private entities on a range of complex financial services, affordable housing and transactional matters, including clean energy programs, LIHTC, and housing and community development projects.
- Provides guidance on leveraged and investment grade financings, asset-based financings, direct lending transactions and LMI investing, with an emphasis on community reinvestment in affordable housing and businesses under the Community Reinvestment Act for institutions active in the DMV and NY Tri-State markets.

GENERAL COUNSEL

Green Finance Authority (DC Green Bank)

Washington, DC

November 2023 – September 2025

- Serve as chief legal advisor to DC Green Bank regarding organizational operations and programmatic functions
- Manage multi-million-dollar investments with leveraging and crowdsourcing of private capital 14:1, projected impacts of total investments as follows: 3160 jobs created; 16,595,017 kWh annual solar energy production; 12,353 annual GHG emission reductions and 428,913 gallons annual water retention
- Negotiated loan and sub-grant agreements totaling \$18MM, under the Environmental Protection Agency's National Clean Investment Fund (NCIF) of the Greenhouse Gas Reduction Fund
- Manage outside counsel in the provision of effective collaboration, monitoring, evaluation and budgeting per project

DEPUTY GENERAL COUNSEL

District of Columbia Government

Department of Housing & Community Development

Washington, DC

March 2018 - November 2023

- Served as a senior legal advisor to the Department on agency operations and programmatic functions
- Advised on transactions resulting in 3500+ affordable housing units (preserved or constructed) utilizing \$425MM in local and federal funding including the Housing Production Trust Fund, Low-Income Housing Tax Credits (LIHTC), HOME Investment Partnerships (HOME), Community Development Block Grant (CDBG), and Housing Trust Fund (HTF)
- Oversaw 50+ transactions per month for legal sufficiency, quality contract, and management oversight through settlement
- Assisted in identifying and monitoring potential legal issues, providing guidance, and developing solutions that reduce risks and result in prudent legal decisions for 170+ agency staff in a variety of areas including administrative law, procurement law, employment law, litigation support, ethics, and legislative initiatives
- Managed legal staff including 7 attorneys, 2 paralegals, and 1 administrative assistant

PROPERTY ACQUISITION AND DEVELOPMENT ADMINISTRATOR

Prince George's County Government, Office of Central Services

Upper Marlboro, MD

October 2015 - March 2018

- Developed a strategic plan and vision of the department; overseeing the departmental annual operating budget, managing staff, and creating departmental policies and procedures where there was no precedent
- Managed an inventory of approximately 4.6 million square feet in the County owned and leased real property including property valuation, negotiation, and severance/restoration activities, lease negotiation, property management, disposition, and development of the real property
- Developed budget estimates for all land acquisition costs for capital projects with an average budget of \$1 million as well as projected lease expenses and recoveries

ASSOCIATE COUNTY ATTORNEY

Prince George's County Government, Office of Law

Largo, MD

March 2014 - October 2015

- Advised agency clients, including the Executive Branch, Office of Central Services, Department of Public Works and Transportation, and Housing and Community Development on government contracting, drafting, negotiation, contract management, and regulatory compliance issues in the areas of real estate, construction, land use and development, affordable housing, and procurement
- Served as legal counsel regarding the \$50 million Economic Development Incentive Fund.
- Drafted and negotiated commercial loan documents.
- Served as legal counsel regarding the Transforming Neighborhood Initiative (TNI) focusing on uplifting six neighborhoods in Prince George's County, Maryland that faced significant economic, health, public safety, and educational challenges

ATTORNEY CONSULTANT

Freddie Mac

McLean, VA

December 2012 - March 2014

- Negotiated and settled litigation, claims, and disputes involving Freddie Mac's single-family loan and real estate portfolios resulting in average savings to the company of more than \$200,000 per transaction
- Managed outside counsel in 18 states with default volume of 82,000 eviction volume of 2,000 and REO closing volume of 11,000
- Interpreted state financial consumer protection laws and contractual provisions to determine best business practices in the state

ASSOCIATIONS

General Counsel, Service Commission, October 2025 - Present

Parent Education Co-Chair, National Cathedral School, 2024 - Present

7th Grade Parent Education Committee Representative, St. Albans School, 2022-2023

Member, Black Parent Alliance Steering Committee, National Cathedral School, 2021- 2023

Board Member, Women in Housing and Finance, Inc., 2017 – 2019

Admitted In

- » Maryland
- » Washington, D.C.

Education

- » J.D., Howard University
- » B.A. in Political Science, North Carolina A&T University



Contact

Dionne Joemah

Senior Counsel

DJ@kteyamoore.com

About

Gilad Berkowitz is a corporate transactional attorney with nearly a decade of experience advising clients across private equity, venture capital, M&A, financing, and cross-border transactions.

Counsel Experience

He has served as lead counsel and primary associate on high-value matters ranging from complex roll-up mergers and venture fund formation to institutional lending, securities offerings, and joint ventures. Mr. Berkowitz regularly advises growth companies, fund sponsors, financial institutions, and emerging businesses on governance, compliance, and strategic transactions across diverse industries, including AI and robotics, fintech, biopharma, sports and entertainment, and real estate. His extensive background also includes serving as general outside counsel to middle-market companies and representing clients with significant cross-border and regulatory considerations.

Finance Proficiency

Mr. Berkowitz currently serves as a private practicing attorney where his practice focuses on corporate matters with an emphasis on national and cross-border transactions including buy- and sell-side M&A, debt and equity financing arrangements, venture capital investment and institutional bank lending. Mr. Berkowitz is experienced handling public and private company security offerings and maintains a robust capital markets practice that represents both issuers and underwriters in a host of debt offerings in connection with fixed-income securities, investment grade debt, leveraged capital, high yield debt and hybrid capital. His practice additionally includes project finance work representing lenders, sponsors, developers, institutional investors, contractors, operators and government entities in major domestic and cross-border projects. He also advises companies and individuals on a wide range of IP-related matters, including technology transfers, licensing arrangements, joint ventures and partnerships.

Admitted In

- » Maryland
- » Washington, D.C.
- » California

Education

- » J.D., Duke University School of Law
- » B.A., University of Michigan at Ann Arbor

Photo
Coming
Soon

Contact

Gilad Berkowitz
Associate
grb@kteyamoore.com

Firm Badges



(See, *Transactional Summaries* attached)

GILAD R. BERKOWITZ

EXPERIENCE

Whiteford, Taylor & Preston, LLP., Baltimore, MD

Counsel, March 2025– August 2025

- Engaged and serviced clients in transactional areas including but not limited to domestic and cross-border mergers and acquisitions, capital and debt raising, fund formation and management, project finance and development, business and corporate law and intellectual property protection including deal-flow overview and lead document drafting responsibilities
- Primary contact for middle market companies engaged in entity formation, restructuring, maintenance, financing and fundraising with a specific emphasis on e-commerce, fin tech, med tech and bio pharma industries

Bowie & Jensen, LLC., Baltimore, MD

Attorney, February 2023 – March 2025

- Primary contact including due diligence lead for buy and sell-side mergers and acquisitions, debt and equity financing arrangements, venture capital and private equity investment, commercial finance and institutional lending including regulatory and tax compliance, analysis and opinion drafting
- Served as general outside counsel to private growth-oriented businesses with responsibilities including drafting and negotiating various contracts, corporate organization and restructuring documentation, and preparing various federal and state filings including initial registrations and corporate compliance

Special Counsel, Inc. and Consilio LLC., Baltimore, MD (Remote)

Attorney, April 2020 – February 2023

- Advised as corporate counsel with security clearance to Small Business Administration (SBA) on regulatory compliance matters for strategic sponsor company mergers and acquisitions, private equity transactions and venture/growth financing across a variety of industries including engineering, technology, renewable and clean technology and software consumer products

David S. Kim & Associates, P.C., Los Angeles, CA

Of-Counsel, July 2018 – April 2020

- Managed a diverse group of clients throughout deal life cycle and individually responsible for transactions including negotiating and drafting lender-backed and leveraged asset/debt transactions as well as sophisticated project finance investments and arrangements for healthcare and government contracting companies through various finance vehicles including syndicated loans

Dykema Gossett, LLP., Los Angeles, CA

Attorney, August 2017- July 2018

- Worked in the corporate and finance practice group primarily involved in entertainment, financial technology and energy related lending and commercial finance matters including exposure to C&I loan products and familiarity with commercial real estate financing

Berkowitz Career Ventures, LLC., Durham, NC

Founder and Managing Member, April 2012 – August 2017

- Solely represented over one hundred athletes in contract negotiations in thirty-seven countries, brand management, marketing and endorsements, public relations, and NBA draft preparation
- Spearheaded philanthropic and branding initiatives as well as maintained and negotiated appearance and rights portfolios globally
- Developed databases, models and applications on franchise salary caps to provide strategic analyses in labor negotiations

Reed Smith, LLP., Pittsburgh, PA

Summer Associate, May – August 2014

- Worked in the Corporate, Finance and Private Equity groups becoming familiar and drafting specific language for

transactional documentation involving Fortune 500 companies

Nigro Karlin Segal & Feldstein, Beverly Hills, CA

Legal Affairs, July – August 2013

- Reviewed various intellectual property assignments and international arrangement agreements and drafted opinions and memoranda for private equity funds, asset managers and portfolio companies regarding investment strategy and regulatory compliance
- Assisted the management team in daily operations and client service tasks for world renowned hip-hop artists in client- facing role

Bowman Gilfillan, Johannesburg, South Africa

Corporate Summer Associate, May – July 2013

- Worked under Ezra Davids in the structuring of complex international transactions (including cross-border M&A) with an emphasis on natural resource investments involving quasi-governmental entities and disposal of publicly traded companies by institutional holders

EDUCATION

Duke University School of Law, Durham, NC

Juris Doctor 2015

Activities: Duke Law & Technology Review, *Authored Note on Tattoo IP/Athlete & Entertainment Lawsuits*
Sports and Entertainment Law Society (SELS), *1L & 2L Class Representative, Board VP / President*
Speaking Engagements/Panels for SELS & Duke Law's Volunteer Income Tax Assistance Program

University of Michigan, Ann Arbor, MI

Bachelor of Arts Honors Organizational Psychology & Political Science (Developmental Economics), April 2012
Certificate of Studies from African/Afro-American Department at the University of Michigan (4.0 GPA), April 2012
GPA 3.8/4.0

Theses: 1. *Macroeconomic/Fiscal Policy & the Role of Democratic Transitional Processes in Assessing Foreign Investor Confidence in Sub-Saharan African Economies*
2. *The Effects of Social Media on High-Quality Relationships Between Agents & Clients*

Honors: *Distinction* for Honors Thesis in the Ross School of Business, University Honors (3.5+ GPA, 14+ credits/term; All Semesters), Publication of Organizational Management Module, Proficiency in Hebrew Language, selected to Michigan Community Scholars Program, Golden Key International Honour Society Invite for top 15% Placement

LEGAL LICENSES AND AFFILIATIONS

- District of Columbia (August 2025)
- State of Maryland (December 2016)
- United States District Court for the District of Maryland, 4th Circuit & Bankruptcy (March 2017)
- State of California (June 2018)
- United States District Court for the Central District of California & 9th Circuit (June 2018)
- Pending Admission in State of New York & State of North Carolina

ADDITIONAL INFORMATION

Genuinely passionate about cross-border international and multinational entity market-entry work and related compliance needs, sophisticated institutional lending arrangements, and project finance / development with an emphasis on related industries of artificial intelligence, product and software development, finance and sports and entertainment. Carta (Equity Management Software) proficient as well as Relativity (Document Review Software) proficient and other various data room platforms. Parents emigrated from South Africa.

About

Hyeyoon Son is a Korean attorney with over a decade of experience in capital markets regulation, financial enforcement, and international legal compliance. A recent graduate of the University of Virginia School of Law (LL.M.), Ms. Son brings deep expertise in cross-border transactions, securities enforcement, and legal strategy, gained through her senior regulatory role at the Korea Exchange and legal research experience in both Korea and the U.S.

Counsel Experience

Ms. Son was instrumental in preparing arbitration briefs and litigation documents submitted to both domestic and international tribunals. She also supported drafting of legislative proposals to modernize licensing frameworks and strengthen compliance systems for financial intermediaries.

Ms. Son distinguished herself in core coursework critical to transactional and regulatory practice—particularly in Corporations, Legal Research & Writing, and Ethics—earning top grades and faculty commendation for her sophisticated comparative analysis of U.S. and Korean capital markets regulation. She is fluent in English and Korean and is based in Washington, D.C. and Virginia.

Proficiency

Ms. Son served in the Market Oversight Division at the Korea Exchange (KRX), where she advised on corporate governance reforms and participated in high-stakes litigation involving insider trading, price manipulation, and regulatory breaches. She contributed expert analysis to internal investigations and testified in proceedings addressing systemic market abuse.

She conducted comparative legal research on the U.S. SEC Rule 10b-5 and Korea's Capital Markets Act, advising on disclosure practices, board oversight, and investor rights. Her regulatory work extended to structured finance and securitization, including analysis of U.S. and EU disclosure regimes.

Admitted In

- » Washington, D.C.
- » The Republic of Korea

Education

- » LL.M. Candidate, University of Virginia School of Law
 - Completed the Washington, D.C. Bar Exam (July 2025); results pending (October 2025).
 - OPT (Optional Practical Training) approved and valid from July 2025 to July 2026.
- » J.D., Pusan National University (Republic of Korea)
- » LL.B., Korea University-Seoul (Republic of Korea)



Contact

Hyeyoon Son
Attorney
hys@kteyamoore.com

Notable

- » Honored with "Commendation Reward" from the president of Korea Exchange (December/2023)
- » Korean Attorney (Korea Bar Association number:20467, October/2014-present)
- » Native in Korean, Fluent in English, Fluent in Japanese, Basic in Mandarin Chinese, Cellist

Hyeyoon Son – Experience Summary of Relevant Experience for Structured Finance Legal Counsel Roles

- **Public & Private Sector Engagement:** Led legal analysis and deal structuring for exchange-regulated instruments and advised on enforcement actions in collaboration with government prosecutors and supervisory agencies.
 - **Structured Finance & Risk Assessment:** Deep experience with derivatives-based products, NAV-linked capital structures, and synthetic securitizations in both public and private sectors, including regulatory impact assessments.
 - **Transaction Documentation & Enforcement:** Drafted and reviewed ISDA schedules, collateral assignments, intercreditor agreements, credit support annexes, deposit account control agreements, and investor disclosures under U.S.-oriented compliance frameworks.
 - **Cross-Jurisdictional Coordination:** Worked closely with U.S. SEC, ESMA, and the Korean Financial Supervisory Service to align product development and legal strategy across regulatory regimes.
 - **Policy-Oriented Legal Writing & Testimony:** Provided legal memoranda and testimony addressing investor protection, market manipulation, and capital adequacy issues, incorporating comparative analysis with U.S. securities law.
 - **Languages:** Native Korean, Fluent in English and Japanese, Basic Mandarin.
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Select Transactions and Legal Projects

1. Derivatives-Linked Product Structuring and ISDA Negotiation

- Led the drafting and legal validation of an exchange-traded product based on customized derivatives indices.
- Reviewed ISDA master agreements and schedules in collaboration with U.S. counsel to ensure enforceability and compliance with Korean derivatives disclosure regulations.
- Assessed counterparty risk mitigation under cross-border margining rules and credit support arrangements.

2. Structured Receivables Assignment and Securitization Review

- Advised on the legal framework for the assignment of receivables in a high-volume cross-border transaction involving a Korean bank and a U.S. financial services firm.
- Drafted legal memoranda analyzing UCC Article 9 issues and Korean Civil Act provisions on assignment, subrogation, and set-off.
- Reviewed investor disclosures, collateral waterfall structures, and secondary market limitations.

3. Infrastructure Finance Risk Analysis for Exchange-Traded Project Bonds

- Participated in regulatory review of infrastructure-linked project bonds, including those involving rail and energy asset securitization.

- Assessed intercreditor arrangements and forbearance provisions supporting tax equity investors and municipal bond holders.
- Delivered policy recommendations addressing investor protection under stress scenarios.

4. Market Manipulation Enforcement and Cross-Border Litigation Support

- Provided legal analysis and expert testimony in enforcement cases involving suspected insider trading, collusion, and price manipulation.
- Conducted comparative review of Korean Capital Markets Act and U.S. SEC Rule 10b-5 and assisted litigation counsel with evidentiary frameworks.
- Helped prepare litigation documents for submission to domestic and international tribunals.

5. NAV-Based Capital Structure Legal Review

- Contributed to internal legal risk review of a NAV-based structured capital product for institutional investors.
- Evaluated subordination mechanics, waterfall triggers, and asset-coverage tests.
- Provided recommendations on disclosure standards and legal uncertainty mitigation.

6. Legislative Advisory and Legal Reform Projects

- Participated in working groups with the Korean National Assembly to modernize financial market regulations.
- Drafted legal memoranda benchmarking U.S. and EU financial regulation trends, including SEC/ESMA rulemaking on securitization and disclosure.
- Contributed to legislative proposals simplifying licensing and oversight of investment vehicles.