

## **ACADEMIC EXPERIENCE**

### **NEW YORK LAW SCHOOL**

2002 – Present

Associate Professor (2002 – 2008).

Professor of Law (2009 – 2014). Awarded L/T Contract (2009).

Distinguished Adjunct Professor of Law (2015 – present).

**Courses Taught:** Property. Real Estate Transactions & Finance. Transactional Skills.

Legal Planning & Practice. Commercial Leasing. Advanced Topics in Real Estate.

Externship Seminar. Honors Seminar. Advanced Topics in Property.

**Other Teaching Interests:** *Clinical Teaching (Transactional Skills);* Contracts;

Business Law & Finance, Torts; and legal skills courses.

**Research Interests:** commercial leasing, and the impact of COVID-19 on tenant lease obligations; real estate finance; and teaching transactional skills.

### **CENTER FOR REAL ESTATE STUDIES**

2006 – 2014

Founding Director (new academic center at New York Law School)

#### **Academic:**

- Developed curriculum and academic programs for students to concentrate in Real Estate, including an honors program and new graduate program (LL.M. degree) in Real Estate.
- Organized and presented at conferences sponsored by professional groups, legal employers, academic institutions, and educational providers. Developed network of professional contacts to support Center's goals. Promoted learning opportunities in different formats -- on-campus and online, degree and non-degree programs, certificate programs, and CLE.
- Implemented new joint programs with professional organizations. Created mentorship, internship and externship programs with employers, and developed and taught new externship seminar.

#### **Institutional:**

- Interacted with multiple constituencies, including faculty (full-time and adjunct); Board of Trustees; Deans and Office of Academic Affairs; Advisory Board; students; alumni; employers and professional organizations; other academic programs and departments. Promoted interdisciplinary programs with other academic Institutes, Centers and faculty.
- Assessed Center's performance. Directed all administrative, financial, and operational activities. Prepared and monitored budgets and financial reporting. Hired and supervised Associate Director and CRES administrative staff, student interns, and 40 adjunct faculty.
- Created partnerships outside of NYLS with NYC legal community (Am Law 200 and boutique law firms, in-house counsel; and other real estate professionals); not-for-profit and governmental entities; other academic institutions, and professional organizations (locally, across the US, and internationally). Interacted with press, media, and PR companies.
- Raised money from corporate and law firm sponsors of Center activities. Worked closely with the Office of Development and Alumni Affairs to fundraise from high net-worth donors. Created Advisory Board in conjunction with Alumni Development Office.
- Founding Director, Institute for In-House Counsel.
- Advisory Board, Center for Real Estate Studies.

**LEGAL EXPERIENCE (selected)**

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| <b>ANDREW BERMAN PLLC</b><br>Principal & Founder.  | 2019 – present |
| <b>ORRICK, HERRINGTON &amp; SUTCLIFFE LLP</b><br>Partner, Real Estate Department.  | 2016 – 2018    |
| <b>AKERMAN, LLP</b><br>Partner, Real Estate Department.  | 2014 – 2015    |
| <b>SIDLEY AUSTIN LLP</b><br>Partner, Real Estate Department (elected 1998).  | 1995 – 2002    |
| <b>WACHTELL, LIPTON, ROSEN &amp; KATZ</b><br>Associate, Real Estate Group, Corporate/M&A Department.                               | 1991 – 1995    |
| <b>DAVIS POLK &amp; WARDWELL</b><br>Associate, Corporate Group.<br>(Real Estate, Banking, Securities, and Bankruptcy Departments). | 1988 – 1991    |

**OTHER ACADEMIC EXPERIENCE**

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| <b>NEW YORK UNIVERSITY SCHOOL OF LAW</b> , 2001 – 2002<br>Visiting Research Scholar.   |
| <b>CITY UNIVERSITY OF NEW YORK SCHOOL OF LAW</b> , Fall 2001<br>Adjunct Instructor of Law – Real Estate Transactions & Finance.                    |
| <b>NEW YORK UNIVERSITY SCHOOL OF LAW</b> , 1994 – 1995<br>Acting Assistant Professor of Law -- Lawyering Program (a required full year 1L course). |

**EDUCATION**

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| <b>NEW YORK UNIVERSITY SCHOOL OF LAW</b> , J.D. <i>cum laude</i> , 1988<br>Honors: Order of the Coif.<br>Journal: Journal of International Law and Politics, Editorial Staff.                                     |
| <b>PRINCETON UNIVERSITY</b> , A.B., 1984<br>Major: Woodrow Wilson School of Public and International Affairs -- Urban Affairs.<br>Honors: William DuBose Sheldon Memorial Prize. Samuel Jackson Reid Scholarship. |

## **PUBLICATIONS**

*The Impact of COVID-19 on Commercial Leases (in progress).*

Andrew Berman, FRIEDMAN ON LEASES (6<sup>TH</sup> ed. 2017) [multi-volume treatise], and Supp. Nos. 1 & 2 (2017); 3, 4 & 5 (2018); 6, 7 & 8 (2019); 9, 10 & 11 (2020).

*Subordination, Non-Disturbance and Attornment Agreements, Estoppel Certificates, and Leases in Real Estate Transactions*, in THE ACREL PAPERS (2017).

Supp. No. 30, FRIEDMAN ON LEASES (Andrew Berman & Marshall Tracht, eds., 5<sup>TH</sup> ed. 2016).

*Akerman U.S. Real Estate Industry Outlook Report - 2015*, Contributor.

*Leasing Space in NYC: A Practical Guide for Technology Start-Ups (sponsored by NYC Economic Development Corporation, 2013) (co-editor).*

*Mezzanine Debt and Preferred Equity in Real Estate*, in ALTERNATIVE INVESTMENTS: INSTRUMENTS, PERFORMANCE, BENCHMARKS, AND STRATEGIES 163 (H. Kent Baker & Greg Filbeck eds., John Wiley & Sons 2013).

Andrew Berman and George Lefcoe, TEACHER'S MANUAL TO REAL ESTATE TRANSACTIONS, FINANCE, AND DEVELOPMENT (Lexis 6<sup>th</sup> ed. 2010).

*Risks and Realities of Mezzanine Loans*, 72 MO. L. REV. 993 (Fall 2007).

“Once a Mortgage, Always a Mortgage” – *The Use (and Misuse) of Mezzanine Loans and Preferred Equity Investments*, 11 STAN. J.L. BUS. & FIN. 76 (Autumn 2005).

Editorial Advisory Board, *CityLand* – newsletter on land use issues (2004 – 2014).

Past Editor of *Metes & Bounds* – a quarterly newsletter published by the NYC Bar Association.

## **PRESENTATIONS, CONFERENCES, and SEMINARS (selected)**

Panelist, American College of Real Estate Lawyers – 2017 Mid-Year Annual Meeting (Austin, TX), *Subordination, Non-Disturbance and Attornment Agreements, Estoppel Certificates, and Leases in Real Estate Transactions* (April 2017).

Speaker, Training Pro-Bono Lawyers to Represent Micro-Entrepreneurs -- Commercial Leasing, sponsored by Neighborhood Entrepreneur Law Project (NELP) at Orrick, Herrington & Sutcliffe (April 2016).

Presenter, Strafford CLE, *Opinions of Counsel in Real Estate Transactions* (Oct 2015).

Speaker, Akerman CLE, Update on 2012 Mortgage Loan Opinion Report and Real Estate Finance Transactions (June 2015).

**PRESENTATIONS, CONFERENCES and SEMINARS (*continued*)**

Panelist, PLI CLE, Commercial Real Estate Finance 2015, Legal Opinions (April 21, 2015)

Moderator and Conference Organizer, Institute for In-House Counsel – Conference 2014. Panels include: Hot Issues in Leasing; Building a Successful Compliance Department; Ethics for In-House Counsel; and Managing the Outside/In-House Counsel Relationship. Founding Director of the new Institute for In-House Counsel. (April 8, 2014)

Moderator and Organizer, Breakfast Forum on Real Estate Finance 2014: Hot Topics in Crowdfunding and EB-5 Investments. Keynote Speakers: Douglas S. Ellenoff, Member, Ellenoff Grossman & Schole LLP; Rodrigo Nino, President and CEO, Prodigy Network; William Skelley, Founder, Chairman and CEO, iFunding. (February 26, 2014)

Moderator and Organizer, Fifth Annual Breakfast Forum on The Future of Residential Real Estate in NYC. Keynote Speakers: Jonathan J. Miller, President and CEO, Miller Samuel Inc.; Bonnie Stone Sellers, CEO, Christie's International Real Estate; Eva C. Talel, Partner, Stroock & Stroock & Lavan LLP; Jed Walentas, Principal, Two Trees Management Co. LLC. (November 19, 2013)

Moderator and Organizer, Master Class on Construction Law: Current Issues in Contracts & Litigation. Presenter: Jaimee L. Nardiello ('03), Principal, Zeitlin & De Chiara LLP. (November 14, 2013)

Moderator and Organizer, Seventh Annual Breakfast Forum on Sustainable Real Estate Development: The Impact of Hurricane Sandy on NYC Real Estate. Keynote Speakers: Adam Leitman Bailey, Esq., Founding Partner, Adam Leitman Bailey P.C.; David Cheikin, Vice President of Leasing, Brookfield Office Properties; Robert Schimmenti, Vice President of Engineering and Energy Services, Con Edison; Tokumbo Shobowale, Chief Business Operations Officer, City of New York, Office of the Mayor. (October 9, 2013)

Panelist and invited speaker, American College of Mortgage Attorneys, Annual Conference of ACMA in Jackson Hole, Wyoming. The panel focused on recent case law affecting real estate finance transactions. (September 28, 2013)

Co-sponsor and Co-organizer, Trends in Land Use & Real Estate Development Conference. Co-sponsored with Center for New York City Law. (April 25, 2013)

Co-sponsor and Co-organizer, The Rooftops Conference 2013, presented by The Rooftops Project and Center for Real Estate Studies. This third annual all-day conference focused on real estate issues faced by non-profit organizations. (April 19, 2013)

Moderator and Organizer, Fourth Annual Breakfast Forum on “The Future of Residential Real Estate in New York City.” Keynote Speakers: Steven James, President of Manhattan Brokerage, Douglas Elliman; Jonathan Miller, CEO and President, Miller Samuel Inc.; Amy Rose, Co-President, Rose Associates, Inc.; Sofia Song, Vice President, StreetEasy. (April 9, 2013)

**PRESENTATIONS, CONFERENCES and SEMINARS (*continued*)**

Moderator and Organizer, Breakfast Forum on Retail at the World Trade Center: A True Public/Private Partnership Between the Port Authority and the Westfield Group. Keynote Speakers: Nicole Mesard, Partner, Debevoise & Plimpton LLP; David Ruddick, Head of Leasing at the World Trade Center, Westfield, LLC; Peter Schwartz, Senior EVP and General Counsel, Westfield, LLC; Philippe Visser, Director, World Trade Center Redevelopment for the Port Authority of New York & New Jersey. (March 12, 2013)

Moderator and Organizer, Master Class on “Cross-Border Real Estate Transactions.” Presenter: Meryl Sherwood ('81), Of Counsel, Pavia & Harcourt LLP. (February 19, 2013)

Moderator and Organizer, “Fourth Annual Breakfast Forum on Residential Real Estate in NYC.” Breakfast forum with Jonathan Miller, CEO and President, Miller Samuel Inc., Amy Rose, Co-President, Rose Associates, Sofia Song, Vice President of StreetEasy, and Steven James, President of Douglas Elliman’s Manhattan Brokerage Office (February 7, 2013)

Organizer and Co-sponsor, Breakfast Forum on “Growing New York City’s Economy.” Keynote Speaker: Seth Pinsky, President of NYC’s Economic Development Corporation. Co-sponsored with Center for New York City Law. (January 25, 2013)

Co-organizer and Co-sponsor, 2013 Property Tax CLE Conference—Briefing for Real Estate Tax Practitioners. Co-sponsored with the Center for New York City Law). (January 24, 2013)

Moderator and Organizer, “An Update on Manhattan’s West Side Development Master class and pizza lunch with: David Farber, Senior Vice President & General Counsel, Hudson Yards Development Corporation (November 8, 2012)

Organizer and Co-Sponsor, “6th Annual Trends in Land Use & Real Estate Development Conference.” Conference co-sponsored with the Center for new York City Law. (November 1, 2012)

Moderator and Organizer. “Perspectives from a Partner: Closing the Deal.” Master Class with: Nina Rokat ('96), Olshan Frome Wolosky LLP. (October 31, 2012)

Moderator and Organizer. “6th Annual Breakfast Forum on Sustainable Real Estate Development.” Breakfast Forum with: Paul Freitag, Managing Director, Jonathan Rose Companies; Jean Savitsky, National Practice Lead, Energy & Sustainability Projects, Jones Land LaSalle; Lawrence Schnapf, Esq., Principal, Schnapf LLC; Howard Slatikin, Director of Sustainability, NYC Department of City Planning. (October 3, 2012)

Moderator, Organizer and Co-Sponsor. “International Transactional Practice: We are on the same planet, but are we on the same page?” Master Class with Professor Jim Hagy and co-sponsored with the Center for International Law. (September 13, 2012)

**PRESENTATIONS, CONFERENCES and SEMINARS** (*continued*)

Speaker and Organizer, “The Highline: From Train Tracks to Urban Oasis” New York Law School walking tour (June 6, 2012)

Moderator and Organizer, “Lawyers as Entrepreneurs: Using Your Law Degree Towards a Successful Business.” Master Class with Jonathan Herman, Founder, Strong Representation, and William Kohane, Founder/President, Apple Core Holdings and Apple Core Hotels. (March 7, 2012)

Moderator and Organizer, “Third Annual Breakfast Forum on The Future of Residential Real Estate in NYC”. Breakfast Forum with Jonathan Miller, CEO and President, Miller Samuel Inc.; Diane Ramirez, President, Halstead Property; Stuart Saft, Partner and Chairman, Dewey & LeBoeuf's Real Estate Group; Lockhart Steele, President and Co-Founder, Curbed Network. (February 28, 2012)

Moderator and Organizer, “Invest in Real Estate Now!” Master Class with Alan Schnurman, Partner, Zalman, Schnurman & Minor. (February 15, 2012)

Sponsor and Co-organizer, 2012 Property Tax CLE conference -- Briefing for Real Estate Tax Practitioners. Half-day conference presented by the New York City Tax Commission, the Center for Real Estate Studies, and Center for NYC Law at New York Law School. Topics included: 2012 Update on Proceedings before the NYC Tax Commission; Ethical Considerations; and Legislative Initiatives. (January 26, 2012)

Moderator and Organizer, "Tax Issues in Real Estate Practice." Master Class with Jeffrey Golkin, Founding Partner, The Law Offices of Jeffrey Golkin & NYLS Adjunct Professor. (November 16, 2011)

Moderator and Organizer, “Fifth Annual Breakfast Forum on Sustainable Real Estate Development” with Mary Jane Augustine, Partner, McCarter & English, LLP; Riggs Kubiak, CEO, Honest Buildings and Former Director of Sustainability, Tishman Speyer; and Roger Platt, Executive Vice President of Global Policy and Law, U.S. Green Building Council. (November 8, 2011)

Sponsor and Co-organizer, Fifth Annual Conference on Trends in Land Use and Real Estate Development (CLE). Half-day conference co-sponsored with the Center for New York City Law at New York Law School and New York City Law Department. Topics included: Regulating the Intersection of Private and Public Properties – Billboards and Vending and Update on Affordable Housing. (November 3, 2011)

Moderator and Organizer, “The Intersection of Real Estate Development and Climate Change Law.” Master Class with Chris Walker, Senior Strategic Director, Climate Change and Sustainability Team, Ernst & Young & NYLS Adjunct Professor. (October 19, 2011)

**PRESENTATIONS, CONFERENCES and SEMINARS** (*continued*)

Organizer, “Breakfast Forum - Payments in Lieu of Taxes (PILOTs) by Nonprofit Organizations: The Next Property Tax Revenue Measure for New York? Co-sponsored with the Lincoln Institute of Land Policy. Keynote Speakers: Daphne A. Kenyon, Ph.D., Visiting Fellow, Lincoln Institute of Land Policy; Adam H. Langley, Research Analyst, Lincoln Institute of Land Policy; Ronnie Lowenstein, Director, New York City Independent Budget Office; Michael Whelan, Chief Financial Officer, Services for the UnderServed, New York City; and Gerald Korngold, Professor of Law, New York Law School. (October 4, 2011)

Moderator and Organizer, "Building a Successful Boutique Real Estate Firm." Master Class with Bruce Katz, Founding Partner, Katz & Matz P.C. (September 27, 2011)

Moderator and Organizer, “Breakfast Forum - Redeveloping the World Trade Center: A Discussion of the Financial, Legal, and Economic Complexities” with Larry A. Silverstein, President & CEO of Silverstein Properties, and Chris Ward, Executive Director of The Port Authority of New York and New Jersey. Co-sponsored with Center for New York City Law. (September 13, 2011)

Moderator and Organizer, Real Estate Capital Markets: Opportunities and Challenges. Breakfast Forum with Robert C. Lieber, Executive Managing Director, Island Capital Group and Former NYC Deputy Mayor of Economic Development sponsored by Center for Real Estate Studies at New York Law School. (April 12, 2011)

Moderator, Panelist and Organizer, “The Future of Residential Real Estate in NYC”, Breakfast Forum with Pamela Liebman, President & CEO, Corcoran Group Real Estate; Jonathan J. Miller, President & CEO, Miller Samuel Inc.; and Richard Siegler, Stroock & Stroock & Lavan LLP sponsored by Center for Real Estate Studies at New York Law School and Stroock & Stroock & Lavan LLP. (March 9, 2011)

Moderator and Panelist, USC Real Estate Law Forum, Panel on “The Expanding Role of Preferred Equity in Rescuing Commercial Properties,” sponsored by USC School of Law. (March 1, 2011)

Moderator, Panelist and Organizer, “Building for New York's Future,” Breakfast Forum with Joseph B. Rose, Partner, The Georgetown Company, sponsored by Center for Real Estate Studies at New York Law School and Center for New York City Law at New York Law School. (November 17, 2010)

Moderator and Organizer, “Media "Spin" and Its Effect on Real Estate Values,” Master Class with Alec Applebaum, Journalist and "Green" Development Expert, sponsored by Center for Real Estate Studies at New York Law School. (November 9, 2010).

Moderator and Organizer, Balancing Progress and Preservation - *A Discussion with Chief Counsel for NYC's Landmarks Preservation Commission.*” Master Class with Mark Silberman, Chief Counsel at NYC's Landmarks Preservation Commission, sponsored by Center for Real Estate Studies at New York Law School. (November 4, 2010)

**PRESENTATIONS, CONFERENCES and SEMINARS (*continued*)**

Moderator and Organizer, “Taking Real Estate Auctions to the Web: *An Inside Look at BidOnTheCity.com*,” Master Class with Albert Feinstein, Esq., Managing Director and General Counsel, BidOnTheCity.com, sponsored by Center for Real Estate Studies at New York Law School. (October 19, 2010)

Moderator and Organizer, “Fourth Annual Conference on Trends in New York City Land Use and Real Estate Development,” Continuing Legal Education Conference sponsored by Center for Real Estate Studies at New York Law School, Center for New York City Law at New York Law School and New York City Law Department. (October 14, 2010)

Moderator, Panelist and Organizer, “Fourth Annual Breakfast Forum on Sustainable Real Estate Development” with David Bragdon, Director, New York City's Office of Long-Term Planning and Sustainability; Fred Harris, Senior Vice President, AvalonBay Communities, Inc.; E. Gail Suchman, Special Counsel, Stroock & Stroock & Lavan, LLP, sponsored by Center for Real Estate Studies at New York Law School. (October 6, 2010)

Moderator and Organizer, “Buying Golf Courses: *The Role of General Counsel for a Major Real Estate Developer*,” Master Class with Joseph Giamboi, General Counsel, The Zucker Organization, sponsored by Center for Real Estate Studies at New York Law School. (September 15, 2010)

Moderator, Panelist and Organizer, “The Use (or Misuse) of Eminent Domain in NYC,” Breakfast Forum with Norman Siegel, prominent civil rights attorney, and the commentator is Ross Moskowitz, Partner at Stroock & Stroock & Lavan LLP, sponsored by Center for Real Estate Studies at New York Law School. (April 27, 2010)

Moderator and Organizer, “The Role of Real Estate Attorneys in the Valuation and Appraisal Process,” Master Class with Paula Konikoff, JD and MAI, sponsored by Center for Real Estate Studies at New York Law School. (April 21, 2010)

Moderator and Organizer, “Hot Topics in Real Estate Foreclosures,” Master Class with Professor Marshall Tracht, sponsored by Center for Real Estate Studies at New York Law School. (April 12, 2010)

Moderator and Organizer, “Careers in Real Estate: A Discussion with Recent New York Law School Alumni,” Master Class with Justin Xenitelis ('06), Senior Counsel at Thor Equities; Jessica Dolfman ('07), Associate at Hawkins, Delafield & Wood; Lenni Morrison ('08), Associate at Adam Leitman Bailey, P.C.; and Melody Azizi ('09), Director at Paramount Realty, Inc., sponsored by Center for Real Estate Studies at New York Law School. (April 8, 2010)

**PRESENTATIONS, CONFERENCES and SEMINARS (*continued*)**

Moderator, Panelist and Organizer, “The Future of Residential Real Estate in NYC,” Breakfast Forum with Adam Leitman Bailey, Founding Partner of Adam Leitman Bailey; Jonathan J. Miller, CEO and President of Miller Samuel Inc.; and Elizabeth F. Stribling, President of Stribling and Associates, sponsored by Center for Real Estate Studies at New York Law School. (March 17, 2010)

Moderator and Organizer, “Municipal Recording and Research in the Digital Age,” Master Class with James Scaturro, Director of Operations; Dorian Lam, Manager, Recording Dept.; Vinny Bivona, Manager, NYC Taxes; Cynthia Cole, Regional Vice President from Abstracters' Information Service, Inc., sponsored by Center for Real Estate Studies at New York Law School. (March 1, 2010)

Moderator and Organizer, “What Real Estate Attorneys Can Learn from Developers,” Master Class with Jacob Frydman, Managing Partner at LambdaStar Infrastructure Partners, LLC., sponsored by Center for Real Estate Studies at New York Law School. (February 16, 2010)

Moderator, Panelist and Organizer, “Distressed Debt and Alternative Real Estate Investments,” Breakfast Forum with Joseph P. Forte, Partner at Alston & Bird LLP; Marc Lasry, Chairman and CEO of Avenue Capital Group; and Norman J. Radow, President of The RADCO Companies, sponsored by Center for Real Estate Studies at New York Law School. (November 19, 2009)

Moderator and Organizer, "An Inside View of the Law and Business of Title Insurance," Master Class with Sheldon Sanders, Equity Settlement Services, Inc., sponsored by Center for Real Estate Studies at New York Law School. (November 12, 2009)

Moderator and Organizer, "Making Your Fortune in Real Estate...Even in a Down Market," Master Class with Alan Schnurman, Senior Partner of Zalman & Schnurman, sponsored by Center for Real Estate Studies at New York Law School. (October 27, 2009)

Moderator, Panelist and Organizer, “Third Annual Breakfast Forum on Sustainable Real Estate Development in NYC – Responsible Property Investment,” Breakfast Forum with William G. Lashbrook III, Senior Vice President, PNC Real Estate Finance; Cherie Santos-Wuest, Director, Global Social and Community Investments, TIAA-CREF; and Nathan Taft, Director of Acquisitions, Jonathan Rose Companies, sponsored by Center for Real Estate Studies at New York Law School. (October 15, 2009)

Moderator and Organizer, “The Role of a Regulatory Attorney in the Real Estate Industry,” Master Class with Erica Buckley, Assistant Attorney General for the State of New York’s Real Estate Finance Bureau, sponsored by Center for Real Estate Studies at New York Law School. (September 15, 2009)

**PRESENTATIONS, CONFERENCES and SEMINARS** (*continued*)

Moderator and Organizer, “Third Annual Conference on Trends in New York City Land Use and Real Estate Development,” Continuing Legal Education Conference sponsored by Center for Real Estate Studies at New York Law School, Center for New York City Law at New York Law School, and New York City Law Department. (April 22, 2009)

Moderator and Organizer, “Real Estate Workouts in a Securitized World,” Breakfast Forum with Michael Berey, General Counsel & Senior Vice President, First American Title Insurance Company of New York, William Campbell, Partner, Stroock & Stroock & Lavan LLP, and Professor Marshall Tracht, Director, LL.M. in Real Estate Program, New York Law School, sponsored by Center for Real Estate Studies at New York Law School. (March 18, 2009)

Moderator and Organizer, “Major Redevelopment Projects at the Department of City Planning: The Lawyer’s Perspective,” Master Class with David Karnovsky, General Counsel, NYC Department of City Planning, sponsored by Center for Real Estate Studies at New York Law School. (March 3, 2009)

Panelist, “The Regulation and Financing of Green Buildings,” at University of Colorado Law School Conference, “Climate Change and the New Frontiers of Urban Development”. (February 27, 2009)

Moderator and Organizer, “How Did Donald Trump Build a 42-45 Story Condo-Hotel in SoHo?” Master Class with Rick Landman, Adjunct Professor of Urban Planning at NYU Robert F. Wagner School of Public Service, sponsored by Center for Real Estate Studies at New York Law School. (February 10, 2009)

Moderator and Organizer, “The Real Estate Credit Markets: A Year-End Review and Outlook for 2009,” Breakfast Forum with Joseph Philip Forte, Partner, Alston & Bird LLP, and Daniel B. Rubock, Senior Vice President, Moody’s Investors Service, Inc., sponsored by Center for Real Estate Studies at New York Law School. (November 20, 2008)

Moderator and Organizer, “Public-Private Real Estate Partnerships,” Master Class with Kate Kerrigan, Executive Director of the DUMBO Improvement District, sponsored by Center for Real Estate Studies at New York Law School. (November 13, 2008)

Moderator and Organizer, “Land Use and Zoning Issues in Tribeca,” Master Class with Rick Landman, Adjunct Professor of Urban Planning at NYU Robert F. Wagner School of Public Service, sponsored by Center for Real Estate Studies at New York Law School. (October 20, 2008)

Moderator and Organizer, “Second Annual Breakfast Forum on Sustainable Real Estate Development in NYC,” with Jonathan F.P. Rose, President, Jonathan Rose Companies LLC, and Michael B. Gerrard, Partner, Arnold & Porter LLP, sponsored by Center for Real Estate Studies at New York Law School. (September 18, 2008)

**PRESENTATIONS, CONFERENCES and SEMINARS** *(continued)*

Moderator and Organizer, “Second Annual Conference on Trends in New York City Land Use and Real Estate Development,” co-sponsored by Center for Real Estate Studies at New York Law School and Center for New York City Law at New York Law School and the New York City Law Department. (April 16, 2008)

Moderator and Organizer, “Nontraditional Careers in Real Estate Law” Master Class with Ronald Lo Russo, Jennifer McCool, and Justin Xenitelis, sponsored by the Center for Real Estate Studies at New York Law School. (April 9, 2008)

Moderator and Panelist, “The State of Real Estate in 2008,” Dean’s Council Round Table Discussion with Andrew Penson, Alan Schnurman, Norman Radow, Alvin Dworman, and Marshall Tracht, sponsored by New York Law School. (April 9, 2008)

Moderator and Panelist, “The Impact of the Subprime Mortgage Crisis on the Commercial Real Estate Market,” Faculty Presentation Day, sponsored by New York Law School. (April 2, 2008)

Moderator and Organizer, “Building the Future of Lower Manhattan,” Breakfast Forum with Larry Silverstein, sponsored by Center for Real Estate Studies at New York Law School. (March 13, 2008)

Co-Organizer, “Intellectual Property from Tee to Green – Applying the Art of Law to the Business of Golf,” with James Schnare II, Nicklaus Companies LLC, co-sponsored by the Center for Real Estate Studies at New York Law School and the Institute for Information Law & Policy at New York Law School. (March 10, 2008)

Moderator and Organizer, “The Sub-prime Mortgage Crisis: Implications for the Real Estate Market,” Breakfast Forum with Tom Arnold, John Silvia, and Joshua Stein, sponsored by the Center for Real Estate Studies at New York Law School. (February 27, 2008)

Moderator and Organizer, “Redeveloping Brownfields in New York: Where Do We Go From Here?” CLE Conference, sponsored by Center for Real Estate Studies at New York Law School. (January 11, 2008)

Moderator and Organizer, “Building a New Home for NYLS - An Inside Look Behind the Most Ingenious Deal of the Year,” Master Class with Howard Nottingham, sponsored by Center for Real Estate Studies at New York Law School. (October 31, 2007)

Moderator and Organizer, “Sustainable Real Estate Development in NYC,” Breakfast Forum with Rohit Aggarwala, Russell Albanese, and E. Gail Suchman, sponsored by Center for Real Estate Studies at New York Law School. (October 24, 2007)

Moderator and Organizer, “Real Estate Development in TriBeCa- Gentrification or Destruction?” Master Class with Rick Landman, sponsored by Center for Real Estate Studies at New York Law School. (September 26, 2007)

**PRESENTATIONS, CONFERENCES and SEMINARS (*continued*)**

Moderator and Organizer, “First Annual Conference on Trends in New York City Land Use and Real Estate Development,” co-sponsored by Center for Real Estate Studies at New York Law School and Center for New York City Law at New York Law School and the New York City Law Department. (April 19, 2007)

Presenter, “The Hazards of Mezzanine Loans: What Your Lawyer’s Not Telling You,” at Real Estate Symposium at University of Missouri School of Law. (April 13, 2007)

Moderator and Organizer, “Finding Your Fortune in Real Estate,” Master Class with Alan Schnurman, sponsored by Center for Real Estate Studies at New York Law School. (March 21, 2007)

Moderator and Organizer, “Will New York Remain the Capital of Real Estate?” Breakfast Forum with Stephen Ross, sponsored by Center for Real Estate Studies at New York Law School. (March 13, 2007)

Commentator to Professor Gerald Korngold’s presentation of “Resolving the Intergenerational Conflicts of Real Property Law,” NYLS Faculty Scholarship Luncheon. (January 16, 2007)

Panelist, “Distressed and Bankrupt Mezzanine Loans,” Borrowers and Investors Forum on Real Estate Mezzanine Loans. (December 2006)

Presenter, “Financing the Real Estate Revolution: Non-Traditional Financing Techniques in the Real Estate Capital Markets,” NYLS Faculty Scholarship Luncheon. (February 2005)

Panelist: “Modern Real Estate Transactions,” ALI-ABA, San Francisco. (July 2004)

Presenter: “Beyond the Mortgage: Financing the Real Estate Revolution,” Faculty Presentation Day, New York Law School. (March 2004)

Presenter: “Basic Real Estate Finance,” Financial Advocacy seminar, New York Law School. (January 2004, January 2005, August 2006, and January 2007)

Panelist: “Real Estate Finance – What You Need to Know,” a CLE course sponsored by the Bar Association of the City of New York. (December 2003)

Panelist: CLE Seminar on NY Real Estate Law and Landlord/Tenant Practice, New York Law School. (November 2003)

Presenter: “Two Years Later – Real Estate Issues and the Redevelopment of the World Trade Center,” New York Law School. (September 2003)

Panelist: “The Signs of the Times, Billboard Signage Leasing Transactions in New York City,” sponsored by the Bar Association of the City of New York. (Oct. 2000)

**ACADEMIC COMMITTEE WORK (selected)**

Curriculum Committee, Member  
Property and Real Estate Curricula Groups, Chair  
Experimental Section on Technology, Member  
Faculty Advisor, Sexual Harassment Review Board  
Faculty Advisor (informal), LGBT Student Association  
Committee on Sustainability, Co-Chair  
Appointments Committee, Member  
Strategic Planning and Assessment Committee, Member  
Bar Passage Task Force, Member

**LAW FIRM COMMITTEE WORK (selected)**

Hiring & Retention Committee, Member.  
Professional Development Committee, Member.  
Opinion Committee, Member.  
LGBT Affinity Group, Member.  
Diversity & Inclusion Committee, Member.

**PROFESSIONAL ASSOCIATIONS (selected)**

American College of Real Estate Attorneys (ACREL), Fellow (by invitation only).  
ACREL Committee on Attorney Legal Opinions (member).  
American College of Mortgage Attorneys (ACMA), Fellow (by invitation only).  
New York City, New York State, and America Bar Associations, Member.  
NYC Bar, Committee on Real Property (9/97 – 6/00; 9/02 – 6/08)  
ICSC, Member.  
National LGBT Bar Association, Member.

**ADMISSION**

Admitted to New York State Bar, May 1989.

**EQUITY & DIVERSITY**

Faculty Advisor (informal), LGBT Student Association (New York Law School)

Faculty Advisor, Sexual Harassment Review Board (New York Law School)

Faculty Advisor to female law students interested in applying for scholarship and intern program with prestigious WX organization (Women Executives in Real Estate) and with Commercial Real Estate Women (CREW)

LGBT Affinity Group, Member (Orrick, Herrington)

Diversity & Inclusion Committee, Member (Orrick, Herrington)

Hiring & Retention Committee, LGBT Representative, Member (Sidley Austin)

Pro Bono Representation: Represented tenants' association in purchase of building from NYC public agency. Advised client on the creation of a new program to finance green building improvements in low-income housing. Advised not-for-profit theater companies and a new school for special-needs children.

**EXPERT WITNESS and LITIGATION CONSULTING**

Served as expert witness and litigation consultant for major real estate cases & transactions, including:

--*In Re 9/11 Litigation* (Silverstein Properties)

--*In Re Stuyvesant Town* on behalf of senior mortgage lender

--*In Re Marc Dreier LLP* (on behalf of innocent investors in Ponzi-scheme)

## **REPRESENTATIVE LEGAL EXPERIENCE (selected)**

**Leasing, Subleasing, and Brokerage:** Represent owners and tenants in retail, office, and other commercial and residential properties in NYC and nationally. Negotiate and draft leases, subleases, ground leases, licenses, billboard signage and telecommunication agreements, assignments, surrender agreements, consents, construction agreements, and brokerage, co-brokerage, and exclusive agency contracts.

**Real Estate Finance:** Represent institutional lenders and borrowers (public companies and private) in unsecured and secured credit facilities (term loans, warehouse and revolving credit facilities); private placements; letter of credit facilities; intercreditor arrangements; interest rate transactions; repo facilities; construction and “permanent” financings of every asset class of real estate, including transactions with large portfolio, multi-state, and single asset properties; capital market financings intended for securitization; and mezzanine financings, A/B Notes; preferred equity investments, and alternative real estate financings.

**Asset Acquisitions, Mergers, and Dispositions:** Represent clients in the disposition, acquisition and development of commercial and residential real estate (single-asset and large portfolio transactions), including the sale and purchase of major office buildings, hotels, retail and other commercial properties in NYC and nationally.

**Construction, Renovation, and Tenant Build-out:** Represent owners, tenants, and other construction professionals with: AIA and other industry standard agreements with, or relating to, project managers, architects, engineers, general contractors and subcontractors, and other construction professionals for new construction, tenant build-out, and renovation of office, retail and other commercial space; mechanics’ liens, surety bond requirements, prompt payment acts, insurance, and bidding procedures.

**Property Management and Operations:** Represent owners and tenants in the management and operation of their properties, including insurance and other risk management programs, compliance with ADA, zoning, life-safety, building and health department regulations, environmental and green building and other local laws. Draft and negotiate property management agreements, confidentiality agreements, and other general business contracts and licenses. Interact with auditors and other regulatory agencies.

**Workouts, Restructurings, and Opportunistic Investments:** Represent institutional lenders and non-traditional capital sources in the acquisition and opportunistic investments of portfolios of distressed debt and single asset financings; workout and restructuring of debt and capital stack, and foreclosure on real estate or equity collateral securing the distressed debt.

**Joint Ventures, Licensing, and other Business Arrangements:** Represent public and private companies, start-ups and other clients in the United States and internationally in the formation of joint ventures, partnerships, franchises, licenses, and other strategic relationships and business alliances.

**Corporate Governance, Compliance and other Corporate Matters:** Represent clients in the formation (and maintenance) of corporations, LLCs, general and limited partnerships, and other corporate entities; annual meetings; and best practices. Draft governance and organizational documents (charters, bylaws, formation documents, partnership and operating agreements, joint ventures, resolutions, and board minutes).

**Sustainable Development; Green Building; and Responsible Property Investing:** Experience representing clients, research, writing and public presentations on these topics.

### **REPRESENTATIVE TRANSACTIONS (Selected)**

- LEASING:** 590 Madison, Tenant, Office | 601 Fifth, Landlord, Retail 155 Fifth, Tenant, Office | 200 Liberty, Sub-landlord, Office | 300 Park Avenue South, Sub-Landlord | 1500 Broadway, Landlord, Office | Multiple properties for Thor Equities, Landlord, Retail | 40 Broad, Landlord, Office | Madison Ave, Ground Lease, Tenant | Billboard Signage, Landlord | 125 Broad, Landlord | Industrial, Storage, Ground Leases | Ground Leases, Landlord and Tenant
- ACQUISITIONS & SALES:** Multistate (7 sites), Buyer, Industrial | West 54<sup>th</sup> Street, Buyer, Development Parcel | 780 Third Ave, Seller, Office Building | CitySpire, Buyer, Office Condo | 40 Broad, Buyer, Office Building | 30 Wall Street, Seller, Office | 125 broad Street, Seller, Office Condo | Portfolios of Hotels, Malls, and Other Asset Classes, Seller and Buyer | Deeds-in-lieu of Foreclosure
- FINANCE:** \$400M Refi of Construction Loan | \$2B Bond Offering, Riverside Center Project | \$8B Financings for Starwood Hotels | \$2B Warehouse Lines of Credit | \$3B Mezzanine and Preferred Equity | Multi-State Mortgage Loans
- CONSTRUCTION:** Zara Retail Stores, Multiple Sites | Tenant Build-Out of Office and Retail Space | Ground-Up Development | Museums, Hotel, Mixed-Use, and Office

### **REPRESENTATIVE CLIENTS (Selected)**

SL Green Realty; Zara USA, Inc.; Thor Equities; Starwood Hotels & Resort; Starwood Property Trust, Inc.; Silverstein Properties; Taconic Investment Properties; Four Seasons Hotels; Forest City Ratner; Government of Singapore Investment Corporation (GIC); Jaymont Properties; Greenwich Capital Markets, Inc.; Morgan Stanley Mortgage Capital, Inc., Goldman Sachs; Rabobank International (NY Branch); JP Morgan Investment Management, Inc.; Zapco Investment; Fortress Investment Group; AT&T Commercial Finance Corporation; Canadian Imperial Bank of Commerce; CNL Funding; non-profit and cultural institutions, including art museums, dance and theater organizations; and start-up technology companies.