

# Alan N. Walter

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## Summary of Qualifications

The first general counsel of three successful multi-state entrepreneurial firms.

An attorney with extensive hands-on experience in management and business.

A lawyer able to apply legal principles pragmatically, work closely with business people, approach issues with a strategic focus, balance multiple tasks and priorities, and work independently but collaboratively.

A solutions oriented legal practitioner talented in anticipating and analyzing problems, evading obstacles and finding solutions.

## Accomplishments

Substantially increased coordination with, and legal support to, department managers

Materially reduced lead time for accomplishing legal work

Created and supervised in-house academy for lawyers and staff

Created and maintained master templates and forms for in-house and outside use

Crafted new products and services to offer clients and customers

Created contracts manual

Named Captain Ethics for the rationalization of legal and business ethical rules

Negotiated, documented and closed transactions valued in the billions of dollars

## Experience

**Alan N. Walter, Counsel, Founder;** Montclair, NJ; 2010 to present.

An outside general counsel for companies and their entrepreneurial owners. I represent clients on the formation and organization of entities; equity and debt funding, including crowdfunding, Reg D and JOBS Act offerings; management of prior and new employment arrangements; contract negotiation and drafting; mergers and acquisitions; trademark and copyright issues; real estate leasing and purchasing; monetization of businesses; and succession planning.

**New Jersey Supreme Court District Fee Arbitration Committee, Member** (part-time); 2021 to present. DFAC preserves the confidence of the public in the integrity and trustworthiness of lawyers in general.

**Blue Ocean Healthcare Investments, Chief Legal Officer and Board Member** (part time); 2020 to present. BOHI is a national private equity firm with the mission of acquiring and operating healthcare related companies.

**Pro Bono Partnership, Volunteer Attorney;** Parsippany, NJ; 2011 to present.  
PBP provides free business and transactional legal assistance to nonprofits.

**MarketCounsel, General Counsel;** Englewood, NJ; 2006 to 2009. MarketCounsel is a nation-wide business and compliance consulting firm to independent investment advisors that was on the Inc. 5000 list of fastest growing private US companies for each year of my tenure.

**Hamburger Law Firm, General Counsel & Managing Counsel, Corporate Practice Group;** Englewood, NJ; 2006 to 2009.

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**MarketCounsel Foundation, Secretary and Trustee;** Englewood, NJ; 2007 to 2010.

MarketCounsel Foundation is a philanthropic endeavor providing financial and hands-on support to promote an understanding of the principles of market-based economics, personal financial independence and entrepreneurship.

**The Money Store, General Counsel;** Florham Park, NJ; 2003 to 2005.

The Money Store is a multi-state mortgage banker.

**The LINC Group, Executive Vice President & General Counsel;** New York, NY; 2000 to 2002.

**Near North National Title of New York, Vice President & Counsel;** New York, NY; 1999 to 2000.

**Robinson Silverman Pearce Aronsohn & Berman** (now Bryan Cave Leighton Paisner);  
**Associate;** New York, NY; 1996 to 1999.

**Stryker, Tams & Dill and Kirsten, Simon, Friedman, Allen, Cherin & Linken, Counsel;**

Newark, NJ; 1986 to 1996. Upon the dissolution of KSFAC&L, the transactional group moved to Stryker.

**Belco Petroleum Corporation, Executive Assistant to the President, Senior Attorney;**

New York, NY; 1980 to 1986. Belco was a multinational, publicly traded, Fortune 500 company prior to merging with Enron.

**Office of the Attorney General of the State of New York, Litigation Bureau,**

**Deputy Assistant Attorney General;** New York, NY; 1978 to 1980.

## Accessible Publications

‘Securing a Lien During a Leveraged Buyout’, *New Jersey Law Journal*, March 27, 2006, page S-10, <http://www.law.com/jsp/nj/PubArticleNJ.jsp?id=1143207010453>

‘Investing in People’, *Financial Advisor*, June 26, 2009, <http://www.fa-mag.com/online-extras/4284-investing-in-people.html>

## Admissions; Licenses

Bar Admissions: New York, 1979; New Jersey, 1987

New Jersey Insurance Producer License, 2001

Finra Series 65, Investment Advisor Representative, 2009

## Education

New York University School of Law, J.D., 1978

Harvard College, B.A., 1975, cum laude, concentrations in mathematics and philosophy



## Summary of Skills and Knowledge

### Corporate and Securities

- counseling on entity and capital structuring
- formation, organization and representation of business entities
- rendering of corporate secretarial and company governance functions
- management of board and investor relations
- preparation of private placement memoranda
- preparation of SEC and blue sky filings
- shepherding of JOBS Act and Reg D offerings
- advice on crowdfunding

### Contracts. Preparation and negotiation of:

- merger and acquisition documents
- operating, shareholder, partnership and buy/sell agreements
- OEM agreements
- complex technical contracts
- internet related contracts, including terms of service and privacy policies and notices
- e-commerce and telecommunications agreements
- construction and architectural agreements
- vendor and sales agreements and purchase orders
- general service provider agreements
- software and other licensing agreements
- real estate and financing related documents
- non-competition, non-disclosure and non-solicitation agreements
- marketing, referral, strategic alliance, partnering and joint venture agreements
- maintenance, distribution, reseller and service agreements
- memoranda of understanding and letters of intent
- nondisclosure agreements
- financial industry related agreements

### Financing. Representation of lenders, investors and owners with regard to:

- leveraged buyouts
- equity investments and divestitures
- mortgage and construction financing
- project finance, asset-based lending and secured transactions
- structured finance
- loan workouts, restructurings and foreclosures

### Employment

- counseling on personnel policies and employee benefits
- counseling on hiring and firing
- advising on classification of workers
- preparation and negotiation of employment, independent contractor and consulting contracts
- preparation of company policy manuals

## **Real Estate and Banking**

representation of institutional lenders in connection with financings, restructurings, property foreclosures and the management of REO  
acquisition, financing, management, leasing and sale of commercial real property  
furnishing of advice on banking and lending laws and regulations  
management of title insurance agency; resolution of title insurance underwriting issues  
representation and licensing of mortgage banker throughout the United States  
ensuring compliance with federal and state law

## **Intellectual Property**

management of intellectual property portfolio  
counseling on copyrights and fair use doctrine  
protecting and policing of trademarks and trade secrets  
evaluation of trademark searches; registration of trademarks  
preparation and negotiation of trademark and domain purchase agreements

## **Not-for-Profit**

formation and organization of entities  
fund raising  
obtaining tax exempt status

## **Litigation**

representation of clients in state and federal court  
management of litigation  
preparation and negotiation of settlement agreements

## **Management and Business**

bringing strategic solutions to business issues by working cross functionally  
establishment of cohesive relationships across organizations  
working closely with business partners in risk management, marketing, sales, finance and operations  
overseeing of regulatory and compliance issues and processes to insure effective governance practice  
management of projects and staff  
mentoring of junior attorneys and staff  
supervision of outside counsel  
coordination of risk management and insurance needs and claims  
counseling on legislation  
resolution of ethical issues  
performance of internal audits  
advising on and participating in business development and marketing  
development and implementation of sales and marketing initiatives  
development and presentation of seminars on legal issues  
development of new practices, processes and best practice  
complying with privacy laws; preparation of privacy policies  
counseling on public relations, press coverage and advertising