

# DOUGLAS F. MACLEAN

## WORK EXPERIENCE

### ARMOR LAW GROUP

2009 – present

*Managing Member*

*Boston, Massachusetts*

- Draft private placement memoranda, constituent agreements, subscription agreements, advisory agreements and other agreements with third-party service providers on behalf of domestic and international hedge funds, private equity fund, real estate funds and venture capital funds.
- Counsel unregistered and registered investment advisers to open and closed end registered investment companies, managed accounts and various private funds regarding SEC registration, fund formation, securities offerings, advertising, broker-dealer distribution, GIPS Standards and compliance with 1933 Act, 1934 Act, 1940 Act, Investment Advisers Act and SEC, FINRA and blue sky rules and regulations
- Review, negotiate and revise employment agreements and severance agreements on behalf of employees

### BINGHAM MCCUTCHEN (formerly Bingham, Dana & Gould)

2006 – 2009

*Counsel*

*Boston, Massachusetts*

- Assist investment advisers with structuring, drafting and negotiation of legal documents associated with hedge funds, private equity funds, real estate funds and venture capital funds
- Counsel newly-formed investment advisers regarding organizational structure, working capital investments, capital transactions, minority rights, employment agreements, equity/bonus plans and tax issues

### K&L GATES (formerly Kirkpatrick & Lockhart)

2004 – 2006

*Associate*

*Boston, Massachusetts*

- Counseled onshore and offshore hedge funds, private equity funds, venture capital funds, real estate funds, timber funds, PIPE funds and funds-of-funds on formation, compliance, mergers and reorganizations
- Drafted private placement memoranda, constituent agreements, subscription agreements, advisory agreements and other agreements with third-party service providers on behalf of domestic and international private funds
- Negotiated side letters on behalf of investment advisers, private funds and investors in private funds

### LATHAM & WATKINS

1999 – 2004

*Associate, Summer Associate*

*Boston & New York*

- Negotiated and drafted agreements for private placements, venture capital investments, high-yield debt financings, mergers, acquisitions and initial public offerings
- Counseled various types of companies, from start-ups to Fortune 500 corporations to private funds, regarding entity formation, equity and debt financings, minority rights, acquisitions and reorganizations
- Performed due diligence for various public and private companies and transactions involving equity and debt
- Directly responsible for firm's litigation in state and federal courts of Massachusetts

## EDUCATION

### CORNELL UNIVERSITY

1996 – 2000

**CORNELL LAW SCHOOL, J.D., 2000**

*Ithaca, New York*

- *Cornell International Law Journal*, Samuel J. Herzog Memorial Prize Recipient

**JOHNSON GRADUATE SCHOOL OF MANAGEMENT, M.B.A., 2000**

*Ithaca, New York*

- *Business Law I & II, IPOs & Acquisitions* Teaching Assistant, Old Ezra Finance Club

### HARVARD UNIVERSITY

1990 – 1994

**HARVARD COLLEGE, A.B., cum laude, 1994**

*Cambridge, Massachusetts*

- Admitted with Sophomore Standing
- Harvard College Scholarship, Dean's List (every semester)
- Honors Thesis in American History: *African-American Slaveowners*
- Varsity Heavyweight Crew, Junior Varsity Basketball

### ST. JOHN'S PREPARATORY SCHOOL

1986 – 1990

- Valedictorian, Mr. St. John's Award, Harvard Book Award

*Danvers, Massachusetts*

## MISCELLANEOUS

- CFA Candidate (Passed Level 1 Exam), Series 7, 39, 63 and 65 Qualified
- Admitted in Massachusetts and New York, U.S. District Court for District of Massachusetts and First Circuit
- 2009, 2010, 2011 *New England Rising Star*
- Business Law Professor at Tufts University (Spring 2003)
- Licensed Real Estate Broker in Massachusetts and New York
- Long Distance Running (38 Marathons)
- Ironman Triathlon Finisher (November 1999)