

Corporate, Banking & Securities Law Section

SPEAKER BIOGRAPHIES

by order of presentation

Richard J. Morgan

*McNair Law Firm, PA
Columbia, SC*

Rick is certified by the South Carolina Supreme Court as a specialist in employment and labor law. He represents employers and has tried to verdict numerous employment defamation, discrimination, harassment and retaliation cases.

Rick advises and counsels employers on all aspects of employment and labor law issues and has experience representing employers in state and federal courts and in administrative tribunals. He has defended employers in litigation involving wage and hour laws, unemployment compensation, unfair labor practices, contract disputes, wrongful termination, negligent supervision/hiring/retention, intentional infliction of emotional distress, conspiracy and enforcement of non-compete agreements. In addition, Rick has advised employers during union organizing attempts and in OSHA matters.

EDUCATION

- University of Toledo, J.D., 1977
- Washington & Jefferson College, B.A., 1972

Sherwood M. Cleveland

*Callison Tigh & Robinson, LLC
Columbia, SC*

In February 2014, Woody Cleveland merged his practice with Callison Tighe & Robinson LLC at which time the firm organized its Banking and Commercial Finance practice group. In 2017, he became Special Counsel to the firm through Sherwood M. Cleveland, PC. His legal experience has been concentrated in SBA 7(A) and 504 lending since 2000. He has also worked extensively in special assets litigation, work-outs and debt restructuring.

Since 2000, he has been primarily responsible as lender's counsel in more than 1,000 SBA and SBA related loan closings approximately \$600,000,000 – which includes his representation of third-party bank lenders participating in the SBA 504 program. He also has experience as

lender's counsel closing USDA guaranteed loans in its Business and Industry division. He serves on the Board of Directors of Business Development Corporation of South Carolina.

He has been granted the status of Expedited 504 Closing Attorney by the Washington DC Office of SBA and is an SBA Designated Closing Attorney. In addition to serving as speaker and panelist at numerous CLE seminars on bankruptcy, creditors' rights and corporate practice, he has spoken on the role of SBA lending in commercial, business and construction financing. He has served as panelist at training sessions for lawyers and lenders at two annual meetings of the National Association of Development Companies.

Woody is co-author of the South Carolina Corporate Practice Manual (1st and 2nd Editions) published by the South Carolina Bar.

Mallory Winter

*TD Bank
Greenville, SC*

Malloy Winter is the Vice President, Business Development Officer in SBA Lending for TD Bank. Based in Greenville, SC, she is responsible for expanding TD Bank's SBA loan production by originating both SBA 7(a) and SBA 504 loans throughout a region that includes Greenville, Spartanburg, Asheville, Columbia and Rock Hill.

Winter has 12 years of experience in banking and commercial lending, specializing in SBA lending since 2012. Prior to joining TD Bank in 2012, she served in a commercial credit analyst role at First State Bank & Trust Company, a division of Synovus Bank in Valdosta, Georgia.

She is a 2010 finance graduate of Valdosta State University and 2016 MBA graduate of Clemson University.

Mark S. Sharpe

*K&L Gates LLP
Charleston, SC*

Mark S. Sharpe is a partner at K&L Gates, LLP in Charleston, South Carolina. Mr. Sharpe received a B.A. from Yale University in 1976 and an MBA from New York University in 1978. He received his law degree in 1981 from the University of South Carolina, where he was a member of the Order of the Coif and was the Notes and Comments Editor of the South Carolina Law Review. He was formerly a CPA licensed in New York State, where he practiced with a major accounting firm.

Mr. Sharpe is a past-chairperson of the Corporation, Banking and Securities Law Section of the South Carolina Bar, and served as chairperson of the Task Force on the Unauthorized Practice of Law in Commercial Transactions of that section. He is also a member of the Legal Opinion Ad

Hoc Committee of the Corporate, Banking and Securities Law Section of the South Carolina Bar, which recently prepared a South Carolina report on opinions in business transactions.

Mr. Sharpe holds an AV rating from Martindale-Hubble, is listed in *Best Lawyers in America* in several categories, is listed in *Chambers & Partners*, and is a member of the American College of Real Estate Lawyers.

He is the author of the South Carolina chapter of the ABA treatise *Commercial Lending Law, a State-by-State Guide*, and the South Carolina chapter of the ABA treatise *The Law of Guaranties, A Jurisdiction by Jurisdiction Guide to U.S. and Canadian Law*. He is also the author of the chapter on Multi-State Practice of Law and Ethics for the book *Practical Guide to Commercial Real Estate in South Carolina* published by the South Carolina Bar.

Jennifer C. Blumenthal

*McNair Law Firm, PA
Charleston, SC*

Jennifer Cheek Blumenthal is the Managing Shareholder of the Charleston Unit of the McNair Law Firm. She practices corporate, banking and business transactional law, with a concentration on commercial lending, real estate finance and UCC secured transactions, including loan workouts and restructuring of debt. She is also involved in many aspects of public finance transactions, as bank letter of credit or liquidity provider counsel or as company corporate and real estate counsel.

Jennifer handles complex business and financing transactions, including matters involving public and private real estate development projects; construction financing; office and retail leasing; company and asset acquisitions; asset based lending; and debt restructuring. Her clients include: financial institutions; national and international-based manufacturing companies; real estate developers; timeshare resorts; healthcare organizations; nonprofit corporations; and governmental entities. She frequently serves as local counsel in multi-state transactions in rendering third-party legal opinions under state law.

Jennifer has made and moderated several presentations on third-party opinion practice, including topics on professionalism and ethical considerations in opinion practice. She has also given presentations to and advised banks on form commercial loan documentation. She has made presentations to and advised international clients on transacting business in the U.S. and on the Uniform Commercial Code relating to the sale of goods and commercial terms and conditions. She has also given presentations to public and private organizations on economic development incentives offered by the state and on the South Carolina Local Government Agreement Act.

Jennifer served as the Corporate, Banking and Securities Law Section Delegate to the South Carolina Bar House of Delegates from 2010-2011 and is currently the Chair of the Legal Opinion Ad Hoc Committee of the Corporate, Banking and Securities Law Section. She is also a member of the Association of Advisory Board of the Working Group on Legal Opinions, as the state representative on behalf of the Corporate, Banking and Securities Law Section of the Bar.

Jennifer joined the Firm in September 1991 and was elected a Shareholder of the Firm in March 1998. Her background, prior to attending law school, includes experience in various areas of real estate development.

Outside of her legal practice, Jennifer is actively involved in professional organizations. She is also actively involved in the community and served three terms on the Board of Directors of the Junior League of Charleston, Inc. (2005 - 2009).

George E. Morrison

McNair Law Firm, PA

Charleston, SC

Course Planner

George Morrison is the leader of the firm's Business and Real Estate Practice Group. He advises corporate clients on formation, succession, and transactional issues, and general business matters. He is involved in all areas of corporate practice, including entity formation, mergers and acquisitions, liquidations, reorganizations and corporate governance.

George has extensive experience advising borrowers and lenders in commercial lending transactions and in the preparation of third-party closing opinions, whether as local or lead counsel.

George maintains an active estate planning and probate administration practice, representing clients of all kinds, whether high net worth individuals and families or families looking to adapt to life changes, such as marriages, children and expanding businesses.

George also advises individuals and businesses on Section 1031 tax deferred real estate exchanges, Partnership and S-Corporation taxation, mergers and acquisitions, tax structuring for real estate transactions, and other tax aspects of doing business, including handling commercial and manufacturing property tax appeals at all administrative levels.