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Heather N.
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Partner

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Member of the firm's Investment Committee, Alumni Committee, Recruiting Committee and DEI Committee. Advises private investment funds across the liquidity spectrum and all asset classes and provides comprehensive legal services to institutional investment managers on a wide range of operational and regulatory issues.

Heather forms funds spanning the liquidity spectrum, including complex hedge funds, private credit, real estate and other real asset funds, venture capital/growth equity funds, and other private equity funds, and advises clients on operational and regulatory matters. She has particular experience in semi-liquid and evergreen funds in illiquid asset classes, including hedge funds with substantial private investment portfolios, slow-pay private credit funds, and evergreen real estate, agriculture and other real asset funds. She has extensive experience representing funds and

advisers who employ a wide range of investment strategies across all asset classes.

She also represents fund managers and institutional investors in connection with the negotiation of seed deals, co-investment vehicles, “funds of one” and other strategic relationships.

A frequent speaker at industry events, Heather has most recently spoken about a range of subjects, including semi-liquid and evergreen funds, private credit, capital raising, seed capital arrangements, ESG and various regulatory topics. She has been quoted in numerous industry publications, including *Pensions & Investments*, *Bloomberg*, and *Buyouts*.

She was named among the 2023 Notable Women in Law by *Crain's New York Business* and one of the 50 Leading Women in Hedge Funds in 2022 by *The Hedge Fund Journal*. She is recognized by the *Expert Guide to the World's Leading Banking, Finance and Transactional Law Lawyers* (Investment Funds) and the *Expert Guide to the World's Leading Women in Business Law* (Investment Funds). *Legal 500* cites, “Heather is an up-and-coming partner to note in fund formation in various spaces.”

Heather regularly contributes to various publications, including most recently the Chambers *Alternative Funds Guide*, *Sustainable Growth Voice*, *Harvard Law School Forum on Corporate Governance* and Schulte's *Private Funds Market Trends Report*.

She is a member of the 100 Women in Finance Global Association Board, serving as the Board's Secretary and Governance Committee Chair. She is also a member of the Garden City Real Estate Professionals Foundation, which supports various philanthropic causes and serves on its Charitable Events Committee.

She devotes significant time to the firm's pro bono activities, including:

- Leading a team of five lawyers in its representation of The GO Project, which benefits under-resourced New York City public school children
- Leading a team of 11 lawyers in its representation of Pregnancy Justice, which defends the human and civil rights of pregnant and parenting women

- Participating in Election Protection, a national, nonpartisan voting rights organization
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THE BEST PART OF MY JOB IS

“Putting my *sprezzatura* to good use.”

Practices

CREDIT AND DIRECT LENDING FUNDS

HEDGE FUNDS

INVESTMENT MANAGEMENT

INVESTOR REPRESENTATION

PRIVATE EQUITY

REAL ESTATE

Bar Admissions

New York

Education

Fordham University School of Law, J.D.

- *Urban Law Journal*

Dartmouth College, A.B.

Publications

- “Data Center Asking Rents are Soaring,” *GlobeSt.com*, April 2, 2024 (quoted)
- “Top stories of 2023: Fed fights inflation, private markets face reckoning, ESG backlash and more,” *Pensions & Investments*, Dec. 27, 2023 (quoted)
- “CFTC Proposes Rule 4.7 Changes That Would Impose Significant New Disclosure Requirements for Many CPO-Registered Fund Managers and CTA-Registered Advisers,” *Schulte Alert*, Oct. 17, 2023
- “Rules from the kitchen that will change the way you talk about ESG,” *Sustainable Growth Voice*, July 20, 2023; republished in *Harvard Law School Forum on Corporate Governance*, August 2023
- “Florida Anti-ESG Law Will Have Little Effect on FSBA,” *Pensions & Investments*, June 6, 2023 (quoted)
- “BlackRock Retains Florida’s Billions as DeSantis Wages ESG Fight,” *Bloomberg*, Jan. 26, 2023 (quoted)
- *Alternative Funds Guide 2022*, Chambers, co-author
- “Clouds Over the Sunshine State,” *Buyouts*, Oct. 18, 2022 (quoted)
- “‘Perverse’ GOP Rules Risk Alienating Big Finance: ESG Regulation,” *Bloomberg*, Sept. 6, 2022 (quoted)
- “NFA Excludes Certain Remote Work Arrangements from Its Branch Office Definition,” *Schulte Alert*, Oct. 7, 2021
- “Reminder: NFA Member Managers and Virtual Currency Disclosures,” *Schulte Alert*, Aug. 4, 2021
- “Private Funds Market Trends Report,” *Schulte Publication*, June 2021
- “Private Funds – Market Trends Report,” *Schulte Publication*, Oct. 2020

- “Know Your Options When Creating Your Compliance Manual,” *ACA Insight*, June 2014 (quoted)
- “SEC Comment Letter Re: Eliminating the Prohibition Against General Solicitation and General Advertising in Rule 506 and Rule 144A Offerings” (cited in footnotes 70, 81 and 160 of Adopting Release 33-9415)

Speaking Engagements

- “The Rise of Private Credit,” 33rd Annual Schulte Private Capital Forum, January 2024
- “WIF x Untitled Investments,” Women in Funds Women Wednesdays, July 2023
- “ESG” and “Private Credit: Expansion and Opportunities,” Schulte Private Capital Conversations, July 2023
- Moderator, “A Spotlight on ESG Management: Navigating Growing Expectations,” 11th Annual Private Equity New York Forum, May 2023
- “Bank Failures: High Level Overview and Considerations,” Client Seminar, May 2023
- “Key Trends in Product Creation including Retail, Permanent Capital and Long-Dated Vehicles,” International Bar Association 21st Annual International Conference on Private Investment Funds, March 2023
- “The State of the Capital Markets,” Garden City Real Estate Professionals Foundation, March 2023
- “ESG” and “Workplace Considerations and Strategies for Private Fund Managers,” Schulte 32nd Annual Private Investment Funds Seminar, January 2023
- Raising Capital in Europe, May 2022
- “Introduction to CFTC Regulations” CLE Presentation, March 2022
- “Towards a More Diverse and Inclusive Real Estate Industry,” iGlobal Forum 23rd Real Estate Private Equity Summit, March 2022
- “Fund Terms,” Schulte 31st Annual Private Investment Funds Seminar, January 2022
- “Real Estate and the Digital Shift,” With Intelligence Private Markets Operational Leaders’ U.S. Summit 2021, November 2021

- “Fund Formation Across Jurisdictions and Evaluating Re-domiciliation,” MFA Legal and Compliance, July 2021
- “ESG,” Schulte 30th Annual Private Investment Funds Seminar, January 2021
- “Private Equity Funds,” Schulte 30th Annual Private Investment Funds Seminar, January 2021
- “Private Equity Trends,” Schulte Webinar, October 2020
- “Real Estate Funds, Deals and Financing,” Schulte 29th Annual Private Investment Funds Seminar, New York, January 2020
- “Overview of Seed Capital Arrangements,” Presentation to Client Private Funds Practice Group, November 2019
- “Placement Agreements,” CLE presentation, June 2019
- “FAQ: Risk Retention Rules,” Schulte 28th Annual Private Investment Funds Seminar, New York, January 2019
- “Best Practices and the Use of Customer Relationship Management (“CRM”) Tools by Investment Advisers,” ADISA (panelist), April 2017
- “Reviewing Private Fund Marketing Materials,” CLE presentation, December 2016
- “Hot Topics in National Futures Association Audits 2014,” Knowledge Group Webinar, October 2014
- “Understanding Investment Adviser Registration and Private Fund Due Diligence,” PERAC Emerging Issues Forum (panelist), September 2014
- “Private Placements and the Use of General Solicitation,” CLE presentation, May 2014
- “Asset Safeguarding and Recovery,” Fund Governance Summit (panelist), October 2013
- “Hedge Fund Marketing Materials and Investment Strategy Drafting,” New York Law School LLM Program (guest lecturer), February 2013

- “An Overview of Hedge and Private Equity Funds,”
CLE presentation, December 2010
 - “Part 4 of the CFTC’s Regulations: CPOs and CTAs,”
CLE presentation, August 2009
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Memberships

- Global Association Board, 100 Women in Finance
 - Charitable Events Committee, Garden City Real Estate
Professionals Foundation
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Distinctions

- *Expert Guide to the World’s Leading Banking, Finance and Transactional Law Lawyers – Investment Funds, 2022*
- *Expert Guide to the World’s Leading Women in Business Law – Investment Funds, 2022*
- *Crain’s New York Business* – named one of the “Notable Women in Law,” 2023
- *The Hedge Fund Journal* – named one of the “50 Leading Women in Hedge Funds,” 2022
- *New York Super Lawyers, 2013–2020*

Prior Experience

- Partner, Chair of Investment Management, Duval & Stachenfeld, 2016-2017
- Counsel, Investment Funds and Private Equity, Haynes & Boone, 2013-2016
- General Counsel, Artivest, 2012-2013
- Associate, Investment Management, Seward & Kissel, 2011-2012
- Associate, Financial Services, Katten Muchin Rosenman, Summer 2004, 2005-2011