



Kathleen J. Wu

Partner



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SERVICES

Industries

Financial Services

Hospitality

Real Estate Investment and
Finance

Practices

Real Estate, Development
and Finance

Acquisitions and
Dispositions

Commercial Real Estate
Lending

Construction

Distressed CRE Debt
Acquisitions, Financings
and Asset Management

Land Use and Development

Leasing

Real Estate Capital Markets

Structured Finance and
Securitization

Mortgage Loan Servicing
and Mortgage Servicing
Rights

Public-Private Partnerships
and Infrastructure

Real Estate Affordable
Housing

Kathleen Wu's real estate transactions practice has a broad wingspan, crossing multiple industries and disciplines, serving a national clientele from Wall Street to California.

Recently, she has been advising clients on real estate issues arising from the COVID-19 outbreak, including borrowers, lenders, landlords and tenants. Kathleen has used her considerable experience to counsel a broad spectrum of clients with mortgage loan origination, workouts, modifications, and other loan servicing issues, especially given the implications of the COVID-19 pandemic.

Her clients include private and public companies, hotel chains, governmental authorities, investment banks, syndicators, real estate developers, lenders, loan servicers, and other entities involved in the construction, sale, financing, servicing, leasing and management of real property and other related assets. She also counsels clients on real estate issues related to the COVID-19 pandemic, particularly with respect to its effect on financings, joint ventures, building operations, construction and leases, and hospitality and construction transactions. Consequently, Kathleen has sat at just about every conceivable seat at the real estate table, giving her a valuable perspective on all the moving parts in a deal—a perspective she consistently uses to her clients' advantage.

Kathleen is known for a sophisticated understanding of her clients' businesses, successfully guiding them through the execution of legal and business matters, and anticipating and planning for what might be needed as an issue evolves. Clients appreciate her energy, innovative thinking, and calm demeanor as she develops strategy and facilitates the "end game." Her reputation as a trusted advisor has attracted a loyal and far-reaching audience for her work and insights.

She is consistently recognized by her colleagues and the media for her outstanding work, including being featured in *Super Lawyers* and *D Magazine* as one of the Best Lawyers in Dallas every year since 2003. In addition, she was named one of *Texas Lawyer's* Extraordinary Women in Texas Law and one of Dallas' Top 50 Women in Law by the National Diversity Council.

Kathleen's advocacy for diversity and inclusion has earned her many awards, including the Women of Color Achievement Award from the 100 Black Men of

EDUCATION

JD, The George Washington University Law School, 1985

BA, Columbia University, 1982

BAR ADMISSIONS

Texas

New York

Connecticut

America, “Women of Spirit” Award from the American Jewish Congress, and the Justice David Wellington Chew Award from the State Bar of Texas. In addition, she is the current President of the United States Tennis Association (USTA) Foundation and has served on their board of directors. She also sits on the Board of Directors and Management Committee of USTA Texas, and serves as its General Counsel.

Relevant Experience

- Represented multiple institutional lenders with the financing of mortgage and mezzanine loans totaling over \$3.6 billion secured by 30+ properties and review of additional potential collateral.
- Represented a leading real estate investment company in connection with the \$2.155 billion acquisition of a pool of 135+ warehouse properties across the United States.
- Represented a privately owned hedge fund and its affiliates as lender, and a commercial real estate finance company as special servicer, in connection with representation for review of material leases and other agreements affecting property securing the loan package of 800+ retail and department stores, as well as negotiation of subordination, non-disturbance, and attornment agreements and related documentation requests with national tenants.
- Represented a financial institution offering commercial real estate and multifamily financing and servicing as national workout counsel in connection with a series of disputes involving Section 42 Affordable Tax Credit housing projects and concluded with a favorable result for our client, including an early exit and full recovery of anticipated investment return.
- Represented a financial institution in connection with the financing of a \$647.5 million loan secured by 53 hotel properties located across the county.
- Represented a real estate investor in connection with the acquisition of 17 data center and development properties in California, Georgia, North Carolina, Texas, Illinois, Minnesota and Oregon.
- Represented an alternative investment management firm in connection with the \$174 million purchase of two office towers located in Dallas, Texas.
- Represented an affiliate of a financial institution with the restructuring of the cash flow requirements of three luxury hotels located in Times Square, New York, Miami, Florida, and Washington DC. The properties roll up to Qatari entities and the transaction involved an in-depth analysis of KYC requirements and documentation of collateral and cash management documents.
- Represented an institutional lender in connection with the origination of a \$100+ million construction loan secured by a condominium in New York and subsequent purchase of the loan.
- Represented an investment management firm in connection with \$65 million purchase of a loan secured by an office property 100 percent occupied by a leading technology company located in Bellevue, Washington.
- Represented a financial institution in connection with the workout of a private wealth loan secured by real property, equity interests in various exploration companies and other holding companies, certificated racehorses and other collateral.

- Represented a premier lodging real estate company in connection with the acquisition of a hotel in San Antonio, Texas, which included the negotiation of interim ground lease provisions and restrictive covenants, coordination of a plat of the property, and all other documentation relating to the acquisition.
- Represented a financial institution offering commercial real estate and multifamily financing and servicing as national workout counsel in connection with the removal of the general partner interests in 16 low-income housing tax credit properties in California with our client as investor limited partner.
- Represented a restaurant operator, as member and manager, in connection with formation of, and negotiation of the operating agreement governing, a limited liability company which will serve as the holding entity (and sole member and manager) of various operating companies.
- Represented a financial institution in connection with the \$87.75 million sale of a 600-unit apartment complex in Dallas, Texas.
- Represented a real estate investor in connection with the \$763.75 million acquisition of 105 hotel and motel properties and associated mortgage and mezzanine debt totaling \$530 million.
- Represented a multinational materials technology company as owner and developer, with drafting and negotiation of pipeline easement agreements with multiple adjacent landowners required for the construction, installation (by horizontal directional drilling as well as traditional means), operation and maintenance of various above-ground and underground pipeline facilities.
- Represented a real estate investment fund and its affiliates in connection with closing on the acquisition of a 25-story high-rise residential apartment building located on an approximately 2.550-acre tract of land in Texas, and a \$73.75 million loan from a financial institution that was contemporaneously sold and assigned to Fannie Mae.
- Represented an investment management firm in connection with the origination of a \$64.25 million multifamily property located in Florida. The transaction included negotiation of all loan documents and review of diligence information in connection with the property and the subsequent financing of the loan.
- Represented an investment management firm in connection with the origination of a \$50.25 million office property located in California. The transaction included negotiation of all loan documents and review of diligence information in connection with the property and the subsequent financing of the loan.
- Represented a commercial truck dealer and multiple related entities in connection with the closing of the sale of a \$43 million multi-tract industrial development located Texas. Pursuant to the Purchase and Sale Agreements negotiated by the firm on behalf of Sellers, a total of \$19 million in Earnest Money was released by the purchaser to the Sellers concurrently with the expiration of the Inspection Period.
- Represented a multinational investment bank and financial services company, in connection with the upsizing of an existing facility to increase loan by \$42 million and add an additional seven warehouse properties located across the

country. The transaction included review of all title documentation, survey and zoning reports; preparation of asset report for each collateral site outlining potential risk factors; negotiation and finalization of proforma and survey for each collateral site; and assistance with documentation and closing requirements.

- Represented an investment management firm in connection with the origination of a \$38.5 million loan secured by a hotel in Illinois. The transaction included negotiation of all loan documents and review of diligence information in connection with the property and the subsequent financing of the loan.
- Represented real estate developer in connection with its \$26 million acquisition of a development site located in New York, for the development of 220-unit residential tower with retail space on the ground floor.
- Represented an investment management firm in connection with the origination of a \$29.34 million loan secured by an office property in Arizona. The transaction included negotiation of all loan documents and review of diligence information in connection with the property and the subsequent financing of the loan.
- Represented a public housing agency in connection with the acquisition of a 190-unit multifamily residential development located in Texas with an affordable housing component, and an approximately \$22 million loan, which was contemporaneously assigned and sold to Fannie Mae.
- Represented a financial management company in connection with the ongoing \$22 million acquisition of the shopping centers located in Washington with related loan assumption financing. The transaction includes formation of the buying entities.
- Represented a multinational investment bank and financial services company, and its affiliates in connection with the termination of existing property manager and leasing broker and engagement of a new property manager and leasing agent, for a mixed-use development located in New Jersey. As part of our representation, we advised on termination rights and prepared termination documents with the respect to the existing property manager and leasing agent, advised on various matters relating to tax increment financing agreements affecting the development, and negotiated the property management and leasing agreements with the successor property manager and leasing agent.
- Represented a real estate investment company and its affiliates in connection with the negotiation and finalization of construction agreements for the construction of a multifamily project in Texas. This project will be part of an existing mixed-use development owned and operated by several affiliated companies and is comprised of a multinational hospitality company and restaurant, retail and entertainment operations anchored by a state of the art movie theater and sports bar and arcade.
- Represented a financial services institution in connection with the ongoing mortgage loan in the amount of a \$10.7 million secured by an industrial park located in Texas.
- Represented real estate investment company, as borrower, with the mortgage loans in the amount of a \$2.8 million and \$825,000 secured by an office building located in Texas. The transaction included formation of a new borrower entity.

- Represented a financial institution in connection with a loan origination for the acquisition and construction of a medical office located in Texas.
- Represented an investment management firm in connection with the documentation and drafting of prenegotiation agreements, PPP loan confirmations, forbearance agreements and other servicing requests and general counseling regarding CARES Act and ongoing legal landscape in connection with multifamily, hotel, office and warehouse loan facilities.
- Represented an investment management firm in connection with the pledge of 16 non-controlling participation pieces into CRE CLO facility. Transaction included amendment of all participation agreements and documentation of pledge into facility.
- Represented an investment management firm in connection with the documentation and drafting of prenegotiation agreements, PPP loan confirmations, forbearance agreements and other servicing requests and general counseling regarding CARES Act and ongoing legal landscape in connection with multifamily, hotel, office and warehouse loan facilities.
- Represented a private development company in connection with the closing of the acquisition of a condominium unit located in Texas, which will be developed as a hotel, and conference center, which is a part of the mixed-use condominium development.
- Represented a golfing company in connection with its recent acquisition of a golf ball refurbishing business a significant dispute arose between its newly acquired golf ball refurbishing subsidiary and one of its suppliers with allegations spanning from various illegal practices including trademark violations to contractual based claims. The dispute resulted in the filing of an action against multiple parties several months ago and all areas of dispute were ultimately settled very favorably for our client.

Memberships

- President, United States Tennis Association Foundation, 2021; Vice President, elected 2018; Board of Directors, appointed 2015–2019; Co-Chair, Development Committee, appointed 2019; Member, Nominating and Governance Committee; Member, Disbursements Committee
- Chair, Board of Regents, Texas Women’s University, elected 2021; Vice Chairman, appointed 2019; Chairman, Finance and Audit Committee, appointed 2019; Member, appointed 2018
- Board of Directors, Business Council for the Arts, 2020-2021 (membership by invitation only)
- Board of Directors, ReBuilding Together, 2017-2021; Chairman, Development Committee, 2017-2021
- Member, Philosophical Society of Texas, elected 2020 (membership by invitation only)
- Advisory Board, Practical Law Real Estate, 2019 (membership by invitation only)
- General Counsel, United States Tennis Association Texas, appointed 2007–2021; Member, Management Committee and Board of Directors, 2007–2021; Vice President, 2011–2014

- Advisory Board, Dallas Tennis Association, 2018-2021; Board of Directors, 2012-2014; Member, 2015-2018
- Corporate Advisory Board of Directors, US Pan Asian American Chamber of Commerce – Southwest, 2017–2021 (membership by invitation only)
- Board of Directors, The Arts Community Alliance (TACA), appointed 2017; Chairman, Vibrancy in the Arts Committee, 2018-2019; Member, Nominating Committee, 2018-2019
- Member, International Women’s Forum, appointed 2018 (membership by invitation only)
- Board of Directors, The Dallas Citizens Council, appointed to 2016–2019
- Tate Lecture Series Board of Directors, Southern Methodist University, appointed 2014–2019
- Member, Dallas Regional Chamber Education & Workforce Committee, appointed 2018-2019
- Member, The Women Presidents’ Organization (membership by invitation only)
- Member, Women’s Leadership Exchange (Southwest Board)
- Member, Executive Committee, Entertainment, Arts and Sports Law Section, New York State Bar Association, 2010–2018
- Co-Chair, Sports Law Committee, New York State Bar Association, 2010–2018
- Regional Selection Judge, The President’s Committee on White House Fellowships, 2012–2017
- Board of Directors, United States Tennis Association, appointed 2015–2016
- Member, Bias Interrupters Working Group, sponsored by the American Bar Association Commission on Women, Center for WorkLife Law and the Minority Corporate Counsel Association, 2016
- Member, The Dallas Summit, 2014-2021; Member, Nominating Committee, appointed 2014–2015
- Member, The Dallas Assembly, 2013-2019; Board of Directors, appointed 2013–2016
- Founding Member, Center for Women in Law, University of Texas School of Law (membership by invitation only)
- Chairman, United States Tennis Association National Diversity and Inclusion Committee, 2012–2014; Vice Chairman, 2010, 2011
- Member, United States Tennis Association Advisory Group on Committees, 2013–2014
- Member, United States Tennis Association National Constitution and Rules Committee, 2008–2010
- Member, Greenhill School Board of Trustees and Executive Committee, 2004–2010
- Member, State Bar of Texas Women in the Profession Committee, 2008–2010
- Member, City of Dallas Judicial Nominating Commission, appointment by the Dallas City Council, 2007–2009
- Member, Nominating Committee, Girls Inc., 2008

- Member, Executive Committee and Board of Directors, Texas Cultural Trust Council, 2005–2008
- Member, Advisory Board, Turtle Creek Manor, 2002–2008
- Member, Dallas County Hospital District Blue Ribbon Master Capital Plan Advisory Committee, appointed by the Dallas County Commissioners Court, 2005–2007
- Former Member, The Board Connection (membership by invitation only)
- Member, State Bar of Texas Task Force on Women and Minorities, appointed 2006
- Co-Honorary Chair, Attorneys Serving the Community, 2003
- Member, Dallas Bar Association
- Member, State Bar of Texas
- Member, New York State Bar Association
- Member, Connecticut Bar Association
- Member, American Bar Association
- Member, National Asian Pacific American Bar Association

Awards & Recognition

- Recipient of the Diversity Champion Award, US Pan Asian American Chamber of Commerce – Southwest, 2020
- Recognized among the “Best Lawyers” in Dallas, *D Magazine*, 2003-2020
- Selected as a Super Lawyer for Real Estate Law, *Texas Monthly* magazine, 2003-2020. A description of the selection methodology can be found on Super Lawyers’ [webpage](#).
- Listed for Real Estate, *Legal 500* United States, 2019
- Recognized by the New York State Bar Association as Empire State Counsel for Pro Bono Service, 2019
- E. Randolph Williams Award for Outstanding Pro Bono Service, Hunton Andrews Kurth, 2019
- Nominated into the International Women’s Forum (IWF), 2018
- Gubernatorial Appointment by Texas Governor Greg Abbott to the Board of Regents, Texas Woman’s University, appointed 2018
- Named one of the “Dallas Top 50 Women in Law,” The National Diversity Council, 2017
- Recipient of the Leadership Legacy Outstanding Achievement Award, US Pan Asian American Chamber of Commerce – Southwest, 2017
- Named NorthPark Center Luxury Ambassador, 2017
- Recipient of the Louise B. Raggio Award (formerly the Ma’at Justice Award), Texas State Bar Women and the Law Section, 2015
- Recipient of the 2014 Dallas Convention & Visitors Bureau DFW-area Women’s Award, 2014

- Recipient of the 2013 Women of Color Achievement Award, 100 Black Men of America, Inc., 2013
- Profiled as a Top Rated Lawyer in Real Estate, *American Lawyer Media* and *Martindale-Hubbell*, 2013
- Profiled as one of “Texas’ Top Rated Lawyers” by *ALM* in Real Estate, 2012
- Recipient of the Dallas Asian American Bar Association Outstanding Trailblazer Award, 2011
- Recognized among the Top 3000 Leading Lawyers in America by *Lawdragon*, 2011
- Recipient of the SMU Women’s Symposium Community Award, 2011
- Named one of the “Top 50 Women Lawyers,” *Texas Monthly*, 2003-2011
- Profiled in “2010’s Leading Law Firm Rainmakers”, *Diversity and The Bar*, November/December 2010
- Recognized as one of the “Best Women Lawyers in Dallas” by *D Magazine*, 2010
- Selected to the DirectWomen Board Institute, 2009
- Named a Super Lawyer in Real Estate, *Super Lawyers Corporate Counsel Edition*, May/June 2009
- Featured in the Women’s Advantage Calendar, 2009
- Recognized as one of the “Extraordinary Women in Texas Law” by *Texas Lawyer*, 2008
- Recognized as one of “Dallas/Fort Worth’s Most Influential Women” by *Dallas Business Journal*, 2008
- Recognized among the “Most Powerful and Influential Women in Texas” by *Texas Diversity* magazine, 2008
- Recognized among the Top 500 Leading Lawyers in America by *Lawdragon*, 2006-2008
- Awarded the Justice David Wellington Chew Award by the State Bar of Texas, 2007
- Recipient of the “Women of Spirit” Award by the American Jewish Congress, 2007
- Recognized among the Top 500 Dealmakers in America by *Lawdragon*, 2007
- Recipient of the Louise B. Raggio Award by the Dallas Women Lawyers Association, 2006
- Awarded the Highest Achievement in the Law by the Greater Dallas Asian American Chamber of Commerce, 2005
- Named Finalist by the Association for Women Journalists for the Vivian Castleberry Award, 2005-2006
- Named one of the “Top Six” Real Estate Lawyers in Texas, *Texas Lawyer – Go To Guide*

Events

- Speaker, Best Legal Practices For Small Business Owners in Today's Volatile Environment, US Pan Asian American Chamber of Commerce Southwest, Women Business Symposium, June 7, 2017
- Panelist, Addressing the Implicit Bias Women Lawyers Face: Your Tools for Success, 2016 National Asian Pacific American Bar Association Convention, November 3, 2016
- Panelist, Tools for Improving Women's Leadership Skills in a Non-Diverse Environment, 2016 National Asian Pacific American Bar Association Convention, November 3, 2016
- Panelist, Women's Initiatives Development Track: Best Practices, Meeting the Challenge Conference, The National Association of Women Lawyers, September 16, 2016
- Moderator, Opening Plenary: Interrupting Bias in the Legal Profession, 2016 Minority Corporate Counsel Association Creating Pathways to Diversity Conference, July 18, 2016
- Panelist, The Next Generation of Solutions to Retain and Advance Women Lawyers, 2016 State Bar of Texas Annual Meeting, June 16, 2016
- Panelist, Women Rising: What it Takes to Make it to the Top, 2015 National Asian Pacific American Bar Association Convention, November 6, 2015
- Panelist, Navigating Choppy Waters: Understanding & Maneuvering Organizations and Their Politics, 2015 NAWL Annual Meeting & Awards Luncheon, July 16, 2015
- Keynote Speaker, The Career Advice You Probably Didn't Get, Texas Women's Annual CLE, February 2015
- Panelist, Women Counsel Collaboration, Presented by Women Legal 2015, February 2015
- Speaker, Women for Center in Law, The University of Texas School of Law, Tuesday Power Lunch Series, October 22, 2013

Publications

- Contributor, Commercial Real Estate: A Review of 2020 and Planning for 2021, *Practical Law Real Estate*, February/March 2021
- Author, Tips for Success for Young Real Estate Associates, *Practical Law Real Estate*, June 2020
- Contributor, Commercial Real Estate: A Look at 2019 and Planning for 2020, *Practical Law Real Estate*, February/March 2020
- Author, Billie Jean King Would Have Been a Great Lawyer, *Texas Lawyer*, September 3, 2019
- Author, What 'Capt. Marvel,' Bribery Scandal, 2018 Midterms Teach Us About Women in Big Law, *Texas Lawyer*, April 29, 2019
- Author, Is Money and Power Finally Being Spread Around a Little?, *Texas Lawyer*, November 30, 2018

- Author, Growing the Ranks of Women Partners From the Outside, *Texas Lawyer*, June 5, 2018
- Author, Even Women Who Can't Say #MeToo Have Been Negatively Impacted by Predatory Culture, *Texas Lawyer*, December 1, 2017
- Author, Interruption Study Is About More Than SCOTUS, *Texas Lawyer*, July 1, 2017
- Author, Breaking Out of the "Model Minority" Rut, *Texas Lawyer*, May 30, 2017
- Author, Yes, You Can Afford to Go Green: PACE Loans Show Promise, *Hospitality Trendz*, May-June 2017
- Author, Benign Neglect Is Just as Harmful as Overt Acts, *Texas Lawyer*, April 1, 2017
- Author, Are the Best, Brightest Women Skipping Law School Altogether?, *Texas Lawyer*, December 12, 2016
- Author, Bias Interrupters: Confusing Name. Important Mission, *Texas Lawyer*, August 26, 2016
- Author, She Says "Woman on Woman Crimes" Blown Out of Proportion, Not Representative, *Texas Lawyer*, June 1, 2016
- Author, Why a Sci-Fi Movie and Broadway Musical Should Provide Hope for the Future of Diversity, *Texas Lawyer*, February 22, 2016
- Author, In the Pursuit of Equality: Hoping for a "Men's Movement," *Texas Lawyer*, November 9, 2015
- Author, Is Fear of Losing to a Woman the Root of Trump's Misogyny?, *Texas Lawyer*, August 19, 2015
- Author, What the Legal Profession Can Learn from the Ellen Pao Case, *Texas Lawyer*, April 27, 2015
- Author, The Career Advice You Probably Didn't Get, *Texas Lawyer*, March 2, 2015
- Author, Lessons Learned: 30 Years of Law Really Is "Practice," *Texas Lawyer*, November 17, 2014
- Author, Planet of the Apes: More Women, Less War?, *Texas Lawyer*, August 11, 2014
- Author, "Bossy" Is "Bitch" on Training Wheels, *Texas Lawyer* (May 5, 2014) and National Association of Women Lawyers (NAWL) blog, April 30, 2014
- Author, Progress Stalled for Women in Law, *Texas Lawyer*, February 3, 2014
- Author, No-Cleavage Memo Miffs Many, But Young Lawyers Do Need Advice, *Texas Lawyer* (December 2, 2013), *CCR Legal Blog* (December 2, 2013) and *Daily Bankruptcy News*, December 3, 2013
- Author, Gender Assumptions: Asset, Not Liability?, *Texas Lawyer*, July 15, 2013
- Author, The "Casablanca" Theory of Diversity, *Texas Lawyer*, January 14, 2013