

**Stephanie Downs
Of Counsel**

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Practice Groups

Economic Development, Real Estate and
Housing

Municipal and Special District Law

Public Finance

California Bar Number

236551

Education

University of San Francisco School of Law,
JD, 2004

University of Wisconsin at Madison, BBA in
Finance

Practicing Since: 2005

Stephanie Downs is the Chair of the firm's Economic Development, Real Estate and Housing Practice Group. She serves as Assistant City Attorney for the City of Pinole and advises the city and other clients on real estate, development and public finance matters. Her real estate and economic development practice encompasses the wide scope of transactions, including implementation and development of business incentive programs, development of shopping centers, development of affordable housing and resolution of relocation issues, all of which include preparation of a variety of documents such as leases, purchase and sale agreements, development agreements, easements, option agreements and deed restrictions. She has assisted cities and special districts with preparation of affordable housing regulatory agreements, leases, disposition and development agreements, loan documents, purchase and sale agreements, easements and covenants, conditions, and restrictions. Stephanie's public finance practice focuses on structure, negotiation and documentation for a broad range of tax-exempt and taxable financings as bond counsel, disclosure counsel and issuer's counsel.

Due to her extensive experience in both development and public finance matters, Stephanie is frequently engaged to assist in redevelopment projects in which the developer has gone into default. She has worked with banks, agency staff and developers to ensure positive outcomes in such cities as Pinole and Pittsburg in California and in Henderson, Nevada.

Before attending law school, Stephanie worked in banking and finance. As a commercial banker, she structured complex financings for corporate and middle-market clients throughout the United States. As Finance Manager for the Port of San Francisco, she negotiated ground leases and public-private partnerships for Port development projects. Representative projects include rehabilitation of the historic ferry building, the AT&T ballpark and the Pier 1 maritime office development.

Stephanie's public finance experience also includes her roles as Debt Manager for the City and County of San Francisco and Finance Officer for the Regents of the University of California. In these positions, she issued over \$20 billion in debt for public infrastructure projects, including seismic upgrades, park improvements, water and wastewater improvements, co-generation facilities, hospitals, health clinics, housing, and parking facilities. Debt issuance structures include revenue bonds, leases, certificates of participation, tax and revenue anticipation notes, private placements, and commercial loans. Her experience extends to direct and conduit financings, fixed and variable rate securities, current and advance refundings, interest rate swaps and other derivative products, and credit and liquidity enhancement—including bond insurance, letters of credit and standby letters of credit.

During law school, Stephanie was the recipient of the CALI Award for Excellence in Corporate Tax and the CALI Award for Excellence in Law and Literature.

Professional Affiliations

- Member, The State Bar of California
- Member, National Association of Bond Lawyers
- Member, Affordable Housing and Community Development Section, American Bar Association

Presentations and Publications

- Presenter, “Redevelopment Dissolution Issues,” League of California Cities Finance Conference, December 2013
- Presenter, “What To Do When the Deal Goes Bad,” Training Session on Disposition and Development Agreements, Redevelopment Institute, California Redevelopment Association, San Ramon, July 2010
- Presenter, “Municipal Bonds 101,” Municipal Manager’s Association of Northern California, February and November 2009
- Presenter, “Basic Affordable Housing,” and “Advanced Affordable Housing,” Redevelopment Institutes, California Redevelopment Association, Garden Grove - May 2008, San Ramon – July 2008
- Author, *GP Solo Magazine*, “Can Your Client Be Your Teammate?,” July 2004
- Presenter, “Administrative Law Symposium,” Ho Chi Minh City University of Law, Ho Chi Minh City, Vietnam, July 2002