



## SEATTLE

T 206.447.4688

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[ed.harley@foster.com](mailto:ed.harley@foster.com)

## SERVICES

Business

Financial Institutions

Mergers & Acquisitions

Sports Law

Transportation

Yachts, Ships &  
Submersibles (Chair)



## PRACTICE OVERVIEW

Ed has a transactional business and maritime practice emphasizing business acquisitions and dispositions, venture capital investments, securities, real estate investment, and general business representation, as well as worldwide yacht and vessel transactions and management.

As chair of the firm's Yachts, Ships & Submersibles practice, he has a significant amount of experience representing yacht owners covering a broad range of issues related to the yacht industry, including new build, purchase and sale, flagging, yacht management and crew issues. Ed also has substantial legal experience related to America's Cup yacht racing syndicates.

## REPRESENTATIVE WORK

- Acted as legal counsel for several shareholders of Seattle-based Emeritus Corp. in its merger with Brookdale Senior Living Inc. The transaction was valued at \$2.8 billion.
- Acted as legal counsel for borrower in a \$25 million plus financing.
- Acted as legal counsel for seller of m/y *Happy Days*, a 164 foot Delta Marine yacht.
- Acted as legal counsel for buyer of a new 45 plus meter custom built sailing yacht.
- Acted as legal counsel for venture investment in Optimum Energy LLC.
- Acted as legal counsel for venture investment in Clarity Health Services.
- Acted as legal counsel for key shareholders in Emeritus Corporation secondary public common stock offering.

## RECOGNITION

- *Chambers High Net Worth*, Leading Individual, 2017-Present
- Rising Star, Washington Super Lawyers list, 2002-2005
- Seattle University School of Law, Academic Scholarship Recipient, 1994-1995

Edward A. Harley MEMBER

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## ACTIVITIES

- U.S. Superyacht Association
- Northwest Yacht Brokers Association
- Florida Yacht Brokers Association Northwest Marine Trade Association Superyacht Committee
- International Superyacht Society
- Washington State Bar Association
- King County Bar Association
- Spring Family Trust Board, Board Member
- Rainier Discovery Center, Trustee, 2003-2005
- Puget Consumers Co-op Natural Markets
  - + Trustee, 1998-2001
  - + Member, Finance Committee, 1998-2000,
  - + Member, CEO Evaluation Committee, 1999
- Washington Trails Association
  - + Trail Crew Leader, 1994-2001
  - + Trail Maintenance Committee, 1994-1996
- The Mountaineers
  - + Member, 1993-Present
  - + Climbing Instructor, 1999-2001
- King County Bar Association Neighborhood Legal Clinic, Advocate, 1994-1996

## PUBLICATIONS

- [“Classification Summaries and Third Party Liability,”](#) Author, Foster Pepper News, January 2013
- [“Changes to California COFR Rules Ease Timing Requirements for Certain Vessels,”](#) Author, Foster Pepper News, November 2013
- “Washington Partnership and Limited Liability Company Deskbook,” Author, Chapter 28, “Securities Laws Aspects of Partnership and Limited Liability Company Syndications,” Washington State Bar Association Continuing Legal Education

## PRESENTATIONS

- “Ask The Experts: Legal,” Panelist, Global Superyacht Forum, November 2014
- “‘Taxing’ Issues for Superyachts, a West Coast perspective,” Speaker, Cayman Yacht Forum, Flag and Regulatory Update, October 2012
- “Broker and Management Issues: Traps for the Unwary,” Speaker, Northrop & Johnson Annual Meeting, October 2012
- “Superyacht Legal Issues – Newbuilding Projects Contract Terms and Conditions,” Issues related to superyacht building contracts, arbitration and performance guarantees, Global Superyacht Forum, November 2006
- “Choice of Entity,” Comparison of the different forms of business entities for launching and operating a new business, October 2005
- “Partnerships, LLPs, and LLCs: Organization and Operation,” Presentation regarding the various attributes of these types of business entities, December 2002
- “Corporate Law – The State of the Deal,” Differing outlooks on the state of deals as seen through the perspectives of in house and outside counsel, December

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## EXPERIENCE

- Foster Pepper PLLC
  - + Member, 2004-Present
  - + Associate, 1999-2003
- Julin, Fosso, McBride & Barrett
  - + Associate, 1996-1999
  - + Law Clerk, 1996
- Internal Revenue Service, District Counsel (Seattle, WA), Legal Extern, 1995

## BAR ADMISSIONS

- Washington, 1996

## EDUCATION

- J.D., Seattle University School of Law (*cum laude*), 1996
- M.B.A., University of Washington, 1993
- Cranfield School of Management, International Business Studies Program, 1992
- B.A., Rutgers University, 1986