



Jacob A. Scholl

OF COUNSEL

SEATTLE

T 206.447.6228

F 206.749.2116

jacob.scholl@foster.com

SERVICES

Business

Commercial & Real
Estate Finance

Financial Institutions

PRACTICE OVERVIEW

Jacob is a member of the firm's Business practice and focuses on business transactions and finance law. His practice emphasizes corporate finance, mergers and acquisitions, hedging transactions, state and federal bank regulation, and general corporate matters.

His experience includes representing borrowers and lenders in secured, unsecured, structured, and project financing; negotiating and structuring public and private company mergers and asset acquisitions and dispositions; negotiating hedging structures, such as interest rate swaps; and providing corporate advice to business ventures.

REPRESENTATIVE WORK

- Representation of OneWest Bank in connection with the sale of approximately \$78 billion in unpaid principal balance of mortgage servicing rights to Ocwen Loan Servicing.
- Representation of Vulcan Inc. in connection with complex investment and hedging structures.
- Represented a private equity fund in the \$150 million acquisition of a commercial loan and leasing portfolio.*
- Represented American Seafoods Group in a \$475 million five-year senior secured credit facility with revolving and term loan facilities.*
- Represented American Seafoods Group in the issuance and sale of \$275 million senior subordinated notes.*
- Represented ASG Consolidated in the issuance and sale of \$125 million in senior notes and 125 million warrants to purchase common stock.*
- Represented ASG Consolidated in a tender offer to purchase \$251 million outstanding senior discount notes.*
- Represented Darigold in the negotiation and documentation of various interest rate and dairy commodity forward swap transactions using ISDA Master Agreements and an auction-based selection process to identify counterparties.*

Jacob A. Scholl OF COUNSEL

SEATTLE T 206.447.6228 F 206.749.2116 jacob.scholl@foster.com

- Represented Washington Mutual in connection with the sale of various loan portfolios and business lines, including the mortgage banker finance group, syndicated loan group, agricultural lending group and credit card processing group.*
- Represented Avista Corporation in negotiation and documentation of a syndicated \$200 million revolving loan credit facility to provide additional liquidity for operations.* Represented the Alaska Permanent Fund in connection with investments in private equity funds.*
- Represented American Seafoods in the acquisition of fishing vessels active in the Bering Sea Pollock fishery.*
- Represented Washington Mutual, HomeStreet Bank, and Cowlitz Bancorp in connection with various branch acquisitions and divestitures.*
- Represented Washington Mutual and Lehman Brothers in the revision of forms of ISDA confirmation and schedules used for derivatives embedded in mortgage loan securitization structures following Moody's 2006 revision of its hedge rating methodology.*
- Represented Washington Mutual in its acquisition of National Australia Bank's mortgage banking operations in stock and asset purchases.*
- Represented Washington Mutual in its acquisition of Dime Bancorp Inc.*
- Represented a privately held company in the restructuring of approximately \$1.5 billion of senior debt consisting of senior notes and domestic and European credit facilities.*
- Represented JPMorgan Chase in connection with the sale of a \$4 billion portfolio of CMBS servicing rights, consisting of master servicing and subservicing rights with respect to commercial and multifamily loans backing private label mortgage-backed securities.*

** Denotes experience completed at a prior firm.*

RECOGNITION

- Rising Star, Washington Super Lawyers list, 2006

PUBLICATIONS

- “FDIC Issues Final Rules in Temporary Liquidity Guarantee Program: Changes made in Debt Guarantee and Transaction Account Guarantee,” Davis Wright Tremaine Advisory, 2009
- “U.S. Treasury Troubled Asset Relief Program: Recent Developments,” Davis Wright Tremaine Advisory, November 2008
- “FDIC Temporary Liquidity Guarantee Program: Recent Developments,” Davis Wright Tremaine Advisory, November 2008
- “FDIC Temporary Liquidity Guaranty Program: Highlights for Financial Institutions,” Davis Wright Tremaine Advisory, October 2008
- “U.S. Treasury TARP Program: Highlights for Financial Institutions,” Davis Wright Tremaine Advisory, October 2008

PRESENTATIONS

- “The Secondary Mortgage Market: RMBS, CDOs, and Emerging Issues,” Speaker, The Big Picture in Residential Mortgage Lending: Post-Origination, Secondary Market, Loan Servicing, & Emerging Trends, Washington State Department of Financial Institutions, September 2015

Jacob A. Scholl OF COUNSEL

SEATTLE T 206.447.6228 F 206.749.2116 jacob.scholl@foster.com

EXPERIENCE

- Foster Pepper PLLC, Of Counsel, April 2013 – Present
- Davis Wright Tremaine LLP, Of Counsel, October 2008 – April 2013
- Heller Ehrman LLP, Attorney, June 1999 – October 2008
- Foster Pepper PLLC, Attorney, October 1998 – June 1999

BAR ADMISSIONS

- Washington, 1998

EDUCATION

- J.D., Harvard Law School (*cum laude*), 1998
- B.A., Yale University (*magna cum laude*), 1995