

## Yao Bailey

Principal

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Yao is devoted to helping her clients in the United States and China bring their real estate and construction projects to fruition.

Yao's practice concentrates on transactional real estate and construction, often on behalf of clients engaged in cross-border activities. Her career spanning nearly three decades comprises a unique blend of experience practicing law on both sides of the Pacific Ocean as well as working in the public and private sectors. She serves as a strategic advisor to her clients by thoroughly understanding the challenges they face in real estate transactions and construction projects.

**Real Estate.** Yao focuses on commercial and residential real estate acquisitions and dispositions. She also represents landlords and tenants in connection with commercial leasing transactions. In addition, Yao has experience in working with cooperative and condominium boards in New York City.

**Construction.** Yao negotiates and drafts the wide range of contracts integral to the success of her clients' construction projects, including construction access license agreements, design agreements, owner-contractor agreements, subcontract agreements and construction management agreements. Her clients have included building owners, developers, design professionals, interior design firms, architecture firms, international hotel chains, food manufacturers, retailers, entertainment venues and non-profit organizations. Additionally, she often advises design professionals on state licensing

### Services

Real Estate, Land Use & Environmental  
China Practice  
Construction  
Food & Beverage  
Hospitality, Travel & Tourism  
Real Estate

### Admissions

Washington, 2018  
New York, 1999

requirements.

**Financing.** Yao has represented commercial banks and other lenders as well as borrowers in the negotiation of loans and various types of financing for real estate acquisitions and construction and development projects.

**China Practice.** Born and raised in Northeast China's Jilin Province, Yao is a native speaker of Mandarin. She attended law school at Peking University and later was a practicing lawyer in Beijing before moving to the United States. Her experience has included advising Chinese clients in their real estate acquisition and disposition, leasing, development and construction projects in the United States. Yao has assisted several U.S.-based clients with establishing operations in China, negotiating architectural design contracts with Chinese owners and registering trademarks in China. While living in Beijing, she also served as General Counsel to the China Commercial Corporation for International Economic and Technical Cooperation.

## Education

LL.M., University of Washington School of Law, Asian and Comparative Law, 1998

LL.B., Peking University School of Law, 1987

## Professional Activities

New York City Bar Association, Member

New York County Lawyers Association, Member

New York State Bar Association, Member

## Community Activities

Benaroya Hall, Board of Directors

Washington State China Relations Council, Board of Directors

## Experience

Purchase of condominium apartment

Represented a South American bank executive in the \$17 million purchase of a New York City condominium apartment.

Purchase of a cooperative apartment under complicated ground lease

Represented a high-net-worth South American client in the \$9 million purchase of a cooperative apartment in a New York City building under a complicated ground lease.

**Sale of commercial property, consisting of four separate lots owned by three entities**

Represented the estate of a business owner in the \$11 million sale of commercial property in New York City, consisting of four separate lots owned by three entities.

**Sale of office building with purchase-money financing**

Represented a family-run entity in the \$16.5 million sale of a New York City office building with purchase-money financing.

**Office lease for architecture firm**

Represented a mid-sized architecture firm in negotiating a New York City office lease, while terminating the existing lease in a different building to ensure a smooth transition.

**Construction loan for development of affordable housing project**

Represented a regional bank in a \$12 million construction loan for the development of an affordable housing project in New York state.

**Loan and commercial lease for non-profit organization**

Represented a non-profit organization in drafting loan documents and reviewing commercial leases and other real estate due diligence documents.

**Interior design contracts with hotel owners and operators**

Represented an interior design firm in negotiating numerous interior design contracts with several hotel owners and operators.

**AIA design-build agreement with architect/contractor in multi-phase hotel project**

Represented the owner of a Holiday Inn Express franchise in Oregon in negotiating and preparing an AIA design-build agreement with an architect/contractor for a multi-phase project that included the replacement of siding and windows. Extensive negotiations included provisions for liquidated damages for late delivery of work and coordination of work to minimize interference with hotel operations.

**Design agreements for architecture firms**

Represented various architecture firms in drafting and negotiating design agreements.

**Design service contracts with U.S. architecture firms and Chinese developers for projects in China**

Represented U.S. architecture firms in connection with negotiating design service contracts with Chinese developers for projects in various Chinese cities.

**Construction and development of non-profit organization's headquarters and community center in Texas**

Represented a non-profit organization in the construction and development of its headquarters and a community center in Houston, Texas.

**Access license agreement for non-profit corporation**

Represented a non-profit corporation in New York City in connection with an access license agreement related to the neighboring building's renovation.

**Office lease for Taiwanese bank and Chinese investment company**

Represented a Taiwanese bank and a Chinese investment company in negotiating an office lease in New York City.

**Warehouse lease for NASDAQ-listed Chinese e-commerce company**

Represented a NASDAQ-listed Chinese e-commerce company in negotiating a warehouse lease in New Jersey.

**Purchase of multimillion-dollar residential real estate by high-net-worth Chinese clients**

Represented high-net-worth Chinese clients in purchasing multimillion-dollar single-family houses in Long Island, New York, as well as new development condominium apartments in New York City.

**Construction license agreement with the neighboring owner of a large hotel project**

Represented a state-owned Chinese company to negotiate a construction license agreement with the neighboring owner of a large hotel project in New York City.

**Joint venture real estate development projects involving Chinese investors**

Represented Chinese investors in connection with joint venture real estate development projects.

**Construction contract for food manufacturer**

Represented a food manufacturer in reviewing a \$50 million construction contract.

**Construction contract for retail store renovation**

Reviewed construction contract for a retail store renovation project.

**Construction agreement for renovation and expansion of entertainment venue**

Represented an entertainment establishment in negotiating the construction contract for a major renovation and expansion project.

**Speaking Engagements**

"Protecting Your Design," Leadership, Mentoring, Networking, Opportunity for A&D

Professionals (LMNOP)

Panel Discussion

April 2018