



Dori K. Bailey

Member

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Profile

Dori is a business attorney who concentrates her practice in representing public and private companies in domestic and cross-border transactions, including mergers and acquisitions, intellectual property licensing, joint ventures, divestitures, recapitalizations, secured and unsecured financing, private equity investments, private placements, public securities filings, commercial contracts, corporate governance matters, and associated regulatory compliance matters.

She has managed all phases of corporate transactions, including term sheets and letters of intent, merger agreements, stock purchase agreements, asset purchase agreements, intellectual property license agreements, purchase and license agreements, SAAS agreements, software license agreements, cloud storage service level agreements, software consulting services agreements, software enterprise operator agreements, information technology service agreements, patent assignments, trademark assignments, commercial contracts, vendor agreements, assignment and assumption agreements, professional services agreements, confidentiality and non-competition agreements, consulting agreements, employment contracts, separation agreements, settlement agreements, convertible and non-convertible promissory notes, subordinated promissory notes, credit agreements, security agreements, guaranty agreements, lease agreements, escrow agreements, stockholders agreements, recapitalization agreements, joint venture agreements, redemption agreements, registration statements, private placement memoranda, information statements, and corporate governance documents.

Dori has handled significant transactions in the software, information technology, financial services, communications, manufacturing, hospitality, aviation, automotive, and defense industries. She has particular experience in banking law and regulation, and has published and presented articles on banking and other legal and regulatory issues. Dori previously practiced with Latham & Watkins, LLP in Washington, D.C. where she represented clients in all facets of corporate transactional matters.

An Adjunct Professor of Law at Syracuse University College of Law, Dori teaches courses on banking law and business valuation law.

Honors & Affiliations

Education

- Cornell Law School (J.D. 1999)
- University at Albany, State University of New York (B.S., *magna cum laude*)

Bar/Court Admissions

- New York
- Maryland
- District of Columbia

Practices

- Mergers and Acquisitions
- Commercial Lending
- Business and Transactions
- Agribusiness
- Financial Institutions Regulatory

- Recipient of the 2015 American College of Consumer Financial Services Lawyers Annual Writing Competition Award for A Defense of the Doctrine of Preemption: Revealing the Fallacy that Federal Preemption Contributed to the Financial Crisis, 16 U. Pa. J. Const. L. 1041-1107, 2014
- Research Editor, *Cornell International Law Journal*

Representative Presentations

- The Three C's of Minority-Owned and Women-Owned Business Enterprises: Control, Certification, and the Constitution, Central New York Women's Bar Association Annual Meeting, April 28, 2016
- The *New York Times* and Credit Rating Agencies: Indistinguishable Under First Amendment Jurisprudence, Syracuse University College of Law Faculty Workshop Series, September 10, 2015
- Commenter, A Structural Case for Prosecutorial Declination, Syracuse University College of Law Faculty Incubator Workshop, April 23, 2015
- A Defense of the Doctrine of Preemption: Revealing the Fallacy that Federal Preemption Contributed to the Financial Crisis, American College of Consumer Financial Services Lawyers Annual Meeting, April 18, 2015
- Speaker/Panelist, Innovation Today: The Legal Challenges of Funding Startups, Boston University School of Law, Review of Banking and Financial Law Symposium, February 27, 2015

Representative Publications

- "The *New York Times* and Credit Rating Agencies: Indistinguishable Under First Amendment Jurisprudence," 93 *Denv. U. L. Rev.* 275, 2016
- "Preemption Principles: Weighing the Impact of Dodd-Frank," 34 No. 7 *Banking & Fin. Services Pol'y Rep.* 1, 2015
- "A Defense of the Doctrine of Preemption: Revealing the Fallacy that Federal Preemption Contributed to the Financial Crisis," 16 *U. Pa. J. Const. L.* 1041-1107, 2014

Other Activities

- Board Member, CNY Arts, Inc.
- Troop Leader, Girl Scouts of the United States of America
- Assistant Coach, Fayetteville-Manlius Little League