



David C. Kelly

Partner

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Practice Emphasis

Business Law	Bankruptcy & Creditors' Rights
Finance & Securities	Mergers & Acquisitions
Real Estate Law	Real Estate Acquisitions & Sales
Real Estate Leasing	International Contracts
General Counsel	Maritime Liens and Security
Mediation	Business Succession Planning

About David

As a long-term trusted legal advisor to many companies and local business owners, David advises clients on a wide variety of business and contract matters, including acquisitions and divestitures, commercial leasing, commercial finance and lending, secured transactions, complex commercial and credit arrangements, real property sales and financing, and domestic and international sale and distribution agreements. He also assists clients with a variety of debtor-creditor issues, including workouts, forbearance agreements, deeds-in-lieu, asset protection, and disputes in bankruptcy and receivership.

Closely-Held Business Representation

David's corporate practice is focused on representing closely-held businesses, often in the role as an external general counsel. In addition to general business representation, he also assists clients in business succession planning, and helping business owners transfer their companies to the next generation in a tax-advantaged manner.

Commercial Finance, Maritime, and International Contracts

David has substantial experience advising clients in international contract matters and trade disputes, and assisting clients in structuring their international contracts to address issues such as warranty claims, indemnification, performance issues and dispute resolution.

His maritime practice is focused on representing clients in matters including ships' mortgages, maritime liens and perfection of security interests (including Coast Guard mortgage recordation), maritime lending, qualification under the Fisheries Act, wage act claims, and Jones Act claims. David has particular expertise in the application and effect of the United Nations Convention on Contracts for the International Sale of Goods (CISG), a treaty that is often overlooked by US businesses and their advisors in security protection.

Mediation and Dispute Resolution

David has assisted countless clients in disputes that all businesses inevitably face. He has helped resolve thousands of disputes through face-to-face negotiations, and by effectively using available dispute resolution tools, including mediation and arbitration.

Education

- > J.D., Wake Forest University, *cum laude*, 1983
- > B.A., St. Andrews Presbyterian College, 1974

Representative Matters

- > Washington Bar Association (Taxation Section; Real Property, Probate and Trust Section)
- > King County Bar Association (Real Property, Probate, Trust and Taxation Section)
- > American Bar Association (Business and Real Property Section, Commercial Financial Services Committee)
- > American Bankruptcy Institute
- > Eastside Legal Assistance Program, 1987 to present
- > Eastside Legal Assistance Program Volunteer of the Year, 1999

Admissions

- > Washington
- > United States District Courts for the Eastern District of Washington
- > United States District Courts for the Western District of Washington