



Greg Russell

Partner

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Practice Emphasis

Business Law	Estate Planning & Probate
Finance & Securities	Trademarks & Copyrights
Real Estate Law	Mergers & Acquisitions
Succession & Exit Planning	
Real Estate Acquisitions & Sales	
Business Planning & Transactions	
Shareholder/Partner Disputes	

About Greg

Greg Russell has practiced business transactional work for more than 30 years. He has a broad-based practice including external general counsel representation, mergers and acquisitions, corporate finance, real estate, succession and exit planning, and counseling on general business issues overall.

External General Counsel

Greg serves as the functional equivalent of an external general counsel for a number of businesses. These range from “mom and pop” companies to those having over \$500 million in annual revenue. In learning the intricate details of these client businesses and their operations, he is in a significantly more connected position to provide strategic legal and business advice consistent with their strategic business goals and legal objectives.

Mergers & Acquisitions, Business Purchases and Sales

A great deal of Greg’s practice is focused on mergers and acquisitions. He has developed significant experience in this area, particularly with respect to representing buyers and sellers in dozens of transactions. Many of these matters involve representing closely-held and family businesses that typically range in value of \$5 to \$150 million. Greg has developed a specific practice around buyer representation, with a focused process for assisting clients in acquiring businesses in a highly efficient manner. He advises on their due diligence, acquisition financing and related matters.

Corporate Finance and Investment Funds

Greg assists clients in the formation of investment funds, angel financings, and real estate funds; with such funds often used for lending and raising capital to acquire real estate commercial properties. Funds in this area tend to range in size from \$25 to \$100 million.

Real Estate and Construction

Greg represents buyers and sellers of real property; forming special purpose entities to hold and manage property; representing promoters and developers in raising capital; syndicating real estate transactions; and helping clients obtain project financing through Fannie Mae, Freddie Mac, and the SBA. He provides counsel and advice to clients in all aspects of development and financing (including tax-free exchanges), prepares partnership and LLC agreements and financing documents, and represents real estate syndicators, contractors, owners, developers, lenders, property managers, and other industry participants.

Succession and Exit Planning

At some point most business founders desire to sell or transfer their business to the next generation. Greg assists business owners in succession and exit planning through business sales, next generation business transfers, sales to employees, and other company dispositions, with a focus on tax-advantaged transactions.

General Business

With a broad-based corporate advisory and transactional background, Greg's practice also includes advising businesses and business owners on shareholder and partner agreements, commercial transactions, asset and stock purchases, and commercial finance and related transactions (including private placements of securities under Regulation D). He also represents clients in the negotiation, drafting, and review of complex business agreements, executive compensation matters (including deferred compensation through option and other incentive programs), and shareholder disputes (including shareholder "divorces").

Education & Admissions

- > J.D., University of Washington School of Law, Order of the Coif, 1987
- > B.A., University of Notre Dame 1984 (Phi Beta Kappa)
- > Washington
- > United States District Court for the Western District of Washington

Representative Matters

- > King County Young Lawyer of the Year, 1993
- > Named in "40 Under 40" annual listing of the top 40 Eastside business owners under 40 years old by the Eastside Business Journal, Sept. 2000

Publications & Presentations

- > Speaker/panelist; Association of Washington Business Member (2019), Seminar: 12 Mistakes to Avoid When Selling Your Company
- > Primary Author, Washington State Bar Association *Partnership and Limited Liability Company Deskbook*, Chapter 4 (Limited Liability Companies: Rights and Relationships Among Members and Managers) and Chapter 8 (Transfers of Membership Interests, Mergers and Conversions of Limited Liability Companies)
- > Speaker/panelist: Getting the Deal Done Seminars: Tips from the Trenches on M&A Transactions (annually 2007-present)
- > Speaker, Pacific Tax Institute (2013), Retaining a Company's Best and Brightest: Legal and Tax Considerations in Compensating Key Employees
- > Speaker, Pacific Tax Institute (2015), Considerations in Exit or Succession Planning: Five Key Steps
- > Speaker, Eagle Strategies/New York Life Seminars (2015, 2016 and 2017), Common Estate Planning Tools and Techniques

Professional & Civic Involvement

- > American Bar Association (Business Section and Middle Market Business Committee)
- > Washington Bar Association
- > King County Bar Association (Business Section)
- > East King County Bar Association (Chair of Business Section; Treasurer 2004-present)
- > Eastside Legal Assistance Program, 1991-present
- > Board member/officer, Downtown Action to Save Housing (affiliated with Transforming Age), 1994-present
- > Board member, At Work! (community non-profit), 2002-present (Current Chairman)
- > Board member, Transforming Age (2019-present)
- > Legatus, Seattle Chapter, 2002-2008
- > Chairperson, Washington Lawyer Practice Manual, King County Bar Association, 1991-1996