

Corporate Articles

published by Corporate & Association Counsel Division
of the Federal Bar Association

Winter 2014

Interview with Scott Peters, CEO of Healthcare Trust of America, Inc.

by Rachel V. Rose



We were fortunate to interview executives from Healthcare Trust of America, Inc. (HTA), a publicly traded real estate investment trust (REIT) specializing in medical office buildings. Scott Peters (SP), the

Chief Executive Officer and founder, along with Robert Milligan (RM), Senior Vice President—Corporate Finance, leant their perspectives on the success of HTA, the Affordable Care Act (ACA) and the challenges in dealing with various federal and state laws and regulations.

RR: You have been with Healthcare Trust of America, Inc. since its 2006 foundation. From your perspective, what have been the catalysts in enabling the initial investors to experience over 79% returns?

SP: We have been very fortunate. You cannot put any one item above others. “I really look at four things, that to a great extent were external catalysts—catalysts of which we were fortunate to take advantage”:

(1) “We picked a great asset class—the medical office building sector which responded so well during the economic recession that we ran ourselves into as a country in 2008, 2009, and 2010. Medical office buildings and health care in general has been a very strong performer in tough times and those were certainly tough times”;

(2) “The ACA has generated some strong macro-economic tailwinds for HTA. This is, primarily, of course, driven by the additional insured. However, it is also causing our healthcare systems and providers to act more like businesses, to move patient care into the most cost effective setting which is generally an outpatient facility such as a medical office buildings, or MOB.”

(3) “The ACA generated a lot of exposure for the sector. For future investors, everyone has been to a physician or a hospital and it is familiar real estate. On top of that, starting 2008, all of the headlines were around the ACA and health care changing. This really brought investor interest to the sector and allowed Healthcare Trust of America to raise about \$2.2 billion over 7 years”; and

INTERVIEW continued on page 2

Message from the Chair

by John Okray

Happy New Year! We hope your 2014 is off to a good start. This issue of *Corporate Articles* includes an interview with Scott Peters and Robert Milligan from Healthcare Trust of America, Inc. a publicly traded REIT, an article outlining the collateral order doctrine, and a discussion of considerations when launching a company website. Members are always encouraged to submit an article for consideration in a future issue. This could include articles on substantive law, practice tips, career related information, etc.

The Corporate & Association Counsel Division is also pleased to have contributed a number of articles to the upcoming March 2014 issue of *The Federal Lawyer* magazine that corporate lawyers should find of interest. These include interviews with or profiles of:

- William Schultz, General Counsel of the U.S. Department of Health & Human Services
- Arthur Burnett, Sr., the first African American U.S. Magistrate Judge
- Steven Walker, General Counsel and Head of Board Advisory Services, National Association of Corporate Directors
- Peggy Foran, Chief Governance Officer of Prudential Financial
- Heather Fine, Managing Director, Major, Lindsey & Africa

Finally, we hope you will participate in our upcoming CLE webinar on Supreme Court decisions and trends in arbitration and considerations for corporations on whether to arbitrate. ■

In This Issue

- pg 4** What Exactly Is the Collateral Order Doctrine?
- pg 5** Considerations for In-House Counsel When Launching a New Company Website
- pg 6** Division Leadership
- pg 7** Membership Application

INTERVIEW continued from page 1

(4) “You really make your money when you buy something. From 2008 to 2010, there was no better time that I know in my career to buy real estate. We had the ability to go out and buy about \$1.8 billion in core critical real estate from healthcare systems and developers – traditional sellers – when there was not a lot of competition and we had cash. We were raising about \$6 million a day and the combination of great performing asset class, the opportunity to buy assets with cash and the ability to be a buyer with moderate or minimum competition answers the questions as to how have we performed and why have we performed.”

Basically, there was an opportunity to buy low and have a situation where the trends moving the asset class forward are just beginning. Cash liquidity was a market advantage. Public companies were focused on their balance sheets and HTA was able to capitalize. Truly an instance of being at the right place at the right time with optimal internal circumstances and macro circumstances. As a non-traded REIT, our shares were not marked-to-market on a daily basis, so we were enabled to make good decisions without the extreme public pressure of quarterly performance. The board was vigilant in its oversight and governance. HTA responded in terms of the requirements of Sarbanes-Oxley (SOX) and later on Dodd-Frank, even as a privately held REIT, by allowing the board to do some things that has turned out to be very beneficial and prepare them for the requirements of a publically traded company.

RR: How did you chose to remain so focused in on-campus medical office buildings instead of diversifying your holdings to include out-patient surgery centers and long term care facilities?

SP: The economic uncertainty. This enabled the company to move through it in the most conservative way. “We needed to be unique in order to achieve our goal of being a public company.” The way HTA sought to be unique was to allocate our intellectual and financial resources and focus on one asset class—that was the medical office sector. Medical office buildings are traditional real estate that we can operate. HTA is one of only two publically traded REITs solely dedicated to this specific type of real estate, and we are the only one that does not do development. (“Development is when you are building the building from the ground up and you are owning it the whole way through the cycle.”). Our preference is to buy assets that are 85-90% leased with the tenants in place. This leads to consistent returns, “which is what our investors are investing in.” We have our own asset management platform and leases are typically 3, 5 or 7 years. We have the opportunity to generate cost savings for our tenants, which makes our buildings more attractive, and move rents as the economy moves. Our strategy is secure, conservative core asset investment with an ability to move rents over time; in essence, akin to Warren Buffet’s conservative investment strategy.

RR: HTA is well positioned in the market. What are the most challenging aspects in balancing both health care and securities regulations?

SP: The biggest item is the scrutiny as a public company. Governance, legislative oversight and how a company performs or reacts are becoming more and more of an influence on what a company does. There has been a paradigm shift. Securities regulations when you are public must be very conservative, very cautious and very forthright and want disclosures that are

very clear and concise. “One of the biggest challenges for public companies is that pressure of quarter-to-quarter reporting.” It is critical to show “here’s what I have done and here’s where you can find it.” HTA has been diligent in the area of reporting and the execution by the management team equates to an “A” in terms of performance. Reporting has been consistent and forthright. “It is a simple story – do what you do well and it is OK if you keep it simple.” Because it is real estate, HTA is not directly impacted by most health care regulations, although its tenants certainly are. A huge part of the intangible aspect to our business success is understanding what the hospitals and physicians are facing because when you are talking with them about being more efficient and cost perspective, it is imperative to approach them in their terms. It is about being a partner with tenants to meet their needs in the dynamic health care landscape. For example, a location needed 30K square feet for off-site IT-related items to get data records in place next to their campus “so they were strategically located.” With our portfolio, we were able to redevelop some space to accommodate this health system priority. This is direct comment on what the tenants are facing. It is balancing security with value for the clients.

RR: Most of HTA’s acquisitions occurred in 2010, while the real estate and financial markets were still recovering from the aftermath of the mortgage loan crisis. How were you able to capitalize on opportunities during this time?

SP: Building on question 1, HTA had the cash and over a 24-month period bought “properties without debt or bought properties and paid the debt off.” This enabled HTA to acquire an investment grade rating in 2011 and lower our cost of capital. “The buy-sell perspective would be different in a normal environment;” however, people were selling in order to pay their debt off and banks were looking to get these [liabilities] off their books. Also, interest rates dropped from 5% to 2%, which led to a very well-balanced position. From our perspective, it is still in a good time for buying commercial real estate.

RR: You currently have properties in 27 states. What has been the greatest challenge in adapting to the multitude of individual state laws where the property is located?

SP: The biggest impact is from the asset management perspective. Each state has its own unique or distinctive rules and regulations. As a private company, there is more grey area. “As a public company, operating in all the states that we do, we are very diligent.” There are ancillary tasks from a real estate perspectives and companies “need to be cognizant from a regulatory standpoint.”

RR: With the implementation of the Affordable Care Act, what changes have you seen and how has HTA had to adapt?

SP: “One thing is that ACA has brought so much attention to the health care sector.” From 2008 through today, one cannot access any news source and not “be hit with the fact that there is this new change in the law happening called the Affordable Care Act.” The healthcare sector has generally provided very high relative yields. With investors increasingly looking for investments with yield, interest in the healthcare real estate sector has increased over the past 4 or 5 years. HTA was buying at a time where there was very little competition. Now, the focus is to remain

“very disciplined in the acquisition process.” Competition is better than no competition. “The right asset, the right healthcare system, the right location and the right occupancy, from an asset perspective is going to be better over the next five or ten years than buying something just to buy something.” As a result, HTA is becoming more disciplined in what property is owned.

RR: Has the Medicare Shared Savings Program had any impact on your tenants and, in turn, HTA’s performance?

SP: Performance stems from that fact that we own approximately 14 million square feet, of which 91-92% percent is occupied. “The integration between the physician, who used to be far more independent and the health care system, even if they are separate and distinct, the relationship between the two is becoming far stronger.” The interaction between “the whole healthcare sector and the individuals that are operating in it has increased 100% in just the last three years.” Moreover, “as an owner and operator of a key piece of real estate that they need to occupy in order to be more efficient,” we are a critical partner because all of these healthcare systems are under pressure going forward to save dollars. “Why did we make a decision in 2009 to role out an asset management program? We manage now 90% of our 14 million square feet in house,” which in turn gives clients value and, in turn, it impacts their revenue cycle.

RR: What is the greatest challenge HTA has experienced since becoming publicly traded on the NYSE on June 6, 2012?

SP: We were the first company to list on the NYSE without raising equity or being on any pink slips. We weren’t paying any investment banks to work with us or the institutions to write any checks, so we were fighting for attention. “We needed to demonstrate a compelling reason” for the public to invest in HTA. To demonstrate relevance in the market, our \$3 billion invested dollars (\$2.5 billion equity market cap) was relevant, as well as the specific focus on medical office buildings. HTA identified the need to be consistent in both its business plan and to be consistent in reporting results. This answer plus the public scrutiny are the greatest challenges.

There are three things HTA has no desire to pursue: development, diversification (through other asset types) and international. This country is large and there is a tremendous amount of opportunity. Less than 15% of the U.S. medical office building sector is in the hands of public REITs, so that is a great opportunity and that is how HTA is going to dedicate its talents.

RR: What accomplishments are you most proud of professionally and personally?

SP: “I am very proud of the fact of founding HTA in 2006 with the objective of returning value to share holders, through what was a very difficult time period, that we were able to do that and get to the ultimate objective of going public.” Through that process HTA was innovative in non-traded REITs states and did things that no one else had done, including self-management and moving the broker-dealer relationship to an independent process. “Accomplishing those 3 or 4 things and getting [the company] to where we are today.” Very fortunate to be in a position to do those things. Personally, I have enjoyed putting together what I feel is a very strong group of middle management and senior executives. “The success is a result of these individuals. For example, Robert has done a tremendous job of communicating to Wall Street.” Performance is the indicator. “The true testament of what you have done is the people you leave behind.” Hire those folks that make up for your weaknesses or those that compliment your style. “Blending those talents to be able to ebb and flow to get to the right results.” These are the accomplishments of which I am most proud.

RM: The executive team has stuck together through a long period of time. “Professionally, my proudest accomplishment has been being a part of HTA and bringing it public. It is a rare opportunity to be part of something new and unique in an industry, especially real estate. What I am most proud of are my family and what I have accomplished at HTA. ■

What Exactly Is the Collateral Order Doctrine?

by Rachel V. Rose

In general, courts define a “final decision” as one that “ends the litigation on the merits and leaves nothing for the court to do but execute the judgment.”¹ Like most principles of law, there are exceptions. Here, a doctrinal exception to a final decision is the “collateral order doctrine,” which courts created in order to avert irreversible injuries to litigants. With the onset of more complex litigation in the form of parallel proceedings (i.e., an SEC administrative proceeding and a criminal case), the use of the collateral order doctrine may proliferate. The government’s securities cases² against the hedge fund, SAC Capital Advisors LP, whereby “[t]he exchange of evidence in the government’s forfeiture lawsuit against SAC Capital Advisors LP was delayed by a judge until January 6 while the United States pursues insider trading prosecutions tied to the hedge fund”³ illustrate one such complex parallel proceeding.

In 1949, the U.S. Supreme Court constructed the collateral order doctrine in a securities derivative action, making it permissible for the plaintiff stockholder to appeal an order requiring security (i.e. collateral) for reasonable expenses to be posted by him and an intervenor.⁴ Considering the interest of justice, the Court elucidated that a “final decision” should be viewed as a “practical rather than a technical construction.”⁵ The Court went to hold that the order fit the parameters of a “small class which finally determine claims of right separable from, and collateral to, rights asserted in the action, too important to be denied review and too independent of the cause itself to require that appellate consideration be deferred until the whole case is adjudicated.”⁶ This became known as the *Cohen* test.

Clarifying the *Cohen* test, in *Coopers & Lybrand v. Livesay*,⁷ the Court provided that three principal elements had to be established. Under the collateral order doctrine, an order may be appealable if three prongs are met: “(1) [the decision] conclusively determine[s] the disputed question; (2) resolve[s] an important issue completely separate from the merits of the action; and (3) [is] effectively unreviewable ... [after] final judgment.”⁸ The issue presented in *Coopers* related to two orders addressing class certification. The order passing on class certification could be revised under Federal Rule of Civil Procedure 23(c)(1) because of the nexus between the factual issues and legal issues that comprised the cause of action. Because of these facts and the availability of the securing effective review of the order post-judgment, all three prongs were not met. As to the decertification order, two out of the three prongs were established.⁹ In order to appeal a decision under the collateral order doctrine, all three prongs must be satisfactorily met. Yet, unlike the original *Cohen* test, which required the “completely separate from the merits” requirement, the Court in *Mitchell v. Forsyth*, altered this rigid standard to “conceptually distinct.”¹⁰ As Lloyd C. Anderson commented, the one prong of the *Coopers & Lybrand* standard “appears to be satisfied if the issue on appeal is not identical to the merits, even if they are inextricably intertwined.”¹¹ Therefore, the “bright line” between the original facts and legal issues presented and ancillary orders that apparently was the standard has been dimmed.

In light of the various parallel proceedings, whether it is simultaneous state and federal cases, an administrative proceeding and a court proceeding, or a civil proceeding and a criminal proceeding, the collateral doctrine may begin to surface

more. A close examination of the issues is essential, as is being able to meet the three-prong *Coopers & Lybrand* test. Therefore, it is important for both corporate counsel and external counsel to be aware of this doctrine and its application in both unilateral and multi-faceted proceedings. ■



Rachel V. Rose, JD, MBA is a Houston-based attorney with the firm Rachel V. Rose–Attorney at Law PLLC, advising and litigating on federal compliance and areas of liability associated with a variety of healthcare legal and regulatory issues including: HIPAA, the HITECH Act, the False Claims Act, Medicare issues, women’s health, as well as corporate and securities

regulations. Rose holds an MBA from Vanderbilt University and a law degree from Stetson University College of Law.

Endnotes

¹*Catlin v. United States*, 324 U.S. 229, 233 (1945).

²*U.S. v. SAC Capital Advisors LP*, 13-cr-00541 and *U.S. v. SAC Capital Advisors LP*, 13-cv-05182.

³Bloomberg, *SAC Forfeiture Case Delayed as Criminal Trials Near* (Sept. 4, 2013), available at, <http://www.bloomberg.com/news/print/2013-09-04/sac-capital-forfeiture-case-evidence-exchange-put-on-hold.html>.

⁴*Cohen v. Beneficial Indus. Loan Corp.*, 337 U.S. 541, 546-547 (1949).

⁵*Id.* at 546 (citations omitted).

⁶*Id.*

⁷*Coopers & Lybrand v. Livesay*, 437 U.S. 463 (1978) (holding that neither an order passing nor decertifying a class was a collateral order qualifying as immediately appealable because it did not meet the three elements).

⁸*Id.* at 469.

⁹*Id.* at 469, 477 (holding that a party’s decision to abandon claims before final judgment was not an adequate reason to consider a decision “final” within the meaning of 28 U.S.C. § 1291 (giving U.S. Courts of Appeal jurisdiction over final decisions from district courts)).

¹⁰*Mitchell v. Forsyth*, 472 U.S. 511, 526-530 (1985).

¹¹Lloyd C. Anderson, *The Collateral Order Doctrine: A New “Serbonian Bog” and Four Proposals for Reform*, 46 Drake L. Rev. 539, 574 (1998).

Considerations for In-House Counsel When Launching a New Company Website

by Jon Weindruch

One of the most common IT projects in 2013 was website redesign. As users continue to spend more and more time navigating company websites from mobile devices and tablets, companies are increasingly embarking on new website redesign projects with the goal of making their website more user friendly and professional. With the multitude of new items to consider, general counsel and other in-house counsel should inquire about the following:

Tip #1: Ask your web developer to create your new corporate website using RWD.

Within the website design industry, one of the trending technologies or frameworks for website design is Responsive Website Design (RWD). Responsive design allows websites to expand and contract based on the size of the device that is viewing the website. Previously, companies may have elected to have a separate mobile website. Responsive web design simplifies the corporate website in the sense that there is only one version of your company website that can adapt to mobile devices, tablets, and desktop computers.

Tip #2: Confirm that all photography and images are legally being used or licensed.

When companies elect to redesign their website they often choose to update the look and feel of the website by using new images which better represent the current vision or trajectory of the company. Importantly, images are often protected by copyright law. Some marketing and web design professionals make the mistake of simply sourcing new images from Google Images and third-party websites. In order to avoid fees and legal costs, the company's in-house counsel should review all images being used on a new website to ensure that they are being legally used or licensed. Most web designers will source stock images from stock photo websites—two websites that are reasonable and enable images to be purchased are istockphoto.com and shutterstock.com.

Tip #3: Develop a legal disclaimer web page that addresses the unique needs and risks associated with people visiting and consuming your website content.

Most websites have a Legal Notice or Privacy Policy web page. Often, these pages are added to the website at the last minute without much thought. Companies would be well served to treat these legal web pages with more care as they define the legal relationship between the website visitor or user and the company that has published the website. If a company is in the healthcare industry, then the company may have the additional challenge

of complying with HIPAA and HITECH Act regulations with respect to information submitted by website users or patients to the company via the website.

Tip #4: Thoroughly review the careers and job application pages. Confirm and test that all forms are working and that any electronic communication does not violate employment law.

One of the most common types of legal issues surrounding a corporate website are employment law claims and lawsuits. General counsel should thoroughly review the human resource (HR) functions on the new website. Some essential inquiries include the following:

- Does the website allow prospective employees to view job postings and apply online?
- If so, then are the forms easy to use and non-discriminatory?
- Does the website have a good process for automatically replying to job applications and inquiries?

Tip #5: Confirm that security measures and processes are in place to prevent hacking and to protect sensitive data that is transmitted on the corporate website.

Website security continues to become a bigger and bigger issue with each passing year. Corporate websites are often targets for hackers. General counsel should confirm that the web developer has taken precautions to prevent the website from being compromised by hackers. In addition, if the website accepts payments online or sensitive information via online forms that needs to be protected, then the website should have an SSL Certificate, which when properly installed will encrypt data sent to and from the website.

In conclusion, the corporate website has several unique challenges and areas where in-house counsel can add tremendous value. The company website often brings together multiple departments in a company or organization. Legal counsel can play an important role in uniting the company and leading the project to avoid some of the common areas of liability discussed above. ■

Jon Weindruch, MBA is the owner of Websults LLC and has offices in Nashville and Tampa. Weindruch holds an MBA from Vanderbilt University and has designed websites and acted as an SEO consultant for companies nationwide. He can be reached at info@websults.com.

Corporate Articles Submissions

If you are interested in submitting an article or being considered to be an editor of *Corporate Articles*, please send an email to johnokray@outlook.com and rvrose@rvrose.com.

FBA CLE Webinar Series

presents

Cyber Risks: What Every Board of Directors Should Know on **January 22, 2014**

www.fedbar.org/Education/Webinars/WEBINAR-Cyber-Risk.aspx

Corporate & Association Counsel Division of the Federal Bar Association

presents

Supreme Court Roundup: Recent Decisions and Trends in Arbitration on **January 29, 2014**

www.fedbar.org/CACD-SC-Roundup-2014

Federal Bar Association Corporate & Association Counsel Division Leadership

CHAIR

John Okray
American Beacon Advisors Inc.

IMMEDIATE PAST CHAIR

Ashleigh Jones
LSG Sky Chefs

VICE CHAIR—CHAPTER LIAISON

Porter Nolan
Superior Energy Services Inc.

VICE CHAIR—MEMBERSHIP

Ryan Temme
Groom Law Group

VICE CHAIR—PUBLICATIONS

Rachel V. Rose
Rachel V. Rose-Attorney at Law PLLC

TREASURER

Diana Lai
American Beacon Advisors Inc.

Corporate Articles Editorial Board

Todd Olhms
Freeborn & Peters LLP

Rachel V. Rose
Rachel V. Rose-Attorney at Law PLLC

connect



through the Federal Bar Association

The Federal Bar Association offers an unmatched array of opportunities and services to enhance your connections to the judiciary, the legal profession, and your peers within the legal community. Our mission is to strengthen the federal legal system and administration of justice by serving the interests and the needs of the federal practitioner, both public and private, the federal judiciary, and the public they serve.

Advocacy

The opportunity to make a change and improve the federal legal system through grassroots work in over 80 FBA chapters and a strong national advocacy.

Networking

Connect with a network of federal practitioners extending across all 50 states, the District of Columbia, Puerto Rico, and the Virgin Islands.

Leadership

Governance positions within the association help shape the FBA's future and make an impact on the growth of the federal legal community.

Learning

Explore best practices and new ideas at the many Continuing Legal Education programs offered throughout the year—at both the national and chapter levels.

expand your connections, expand your career

THREE WAYS TO APPLY TODAY: ① Join online at www.fedbar.org; ② Fax application to (571) 481-9090; or ③ Mail application to FBA, 1220 North Fillmore St., Suite 444, Arlington, VA 22201. For more information, contact the FBA membership department at (571) 481-9100 or membership@fedbar.org.

FEDERAL BAR ASSOCIATION APPLICATION FOR MEMBERSHIP (CONTINUES ON REVERSE)

Applicant Information

First Name _____ M.I. _____ Last Name _____ Suffix (e.g., Jr.) _____ Title (e.g., Attorney At Law, Partner, Assistant U.S. Attorney) _____

Male Female Have you been an FBA member in the past? yes no Which do you prefer as your primary address? business home

Firm/Company/Agency _____		Number of Attorneys _____	
Address _____		Suite/Floor _____	
City _____	State _____	Zip _____	Country _____
() _____	() _____		
Phone _____	Fax _____	E-mail _____	

Address _____			Apt. # _____
City _____	State _____	Zip _____	Country _____
() _____	() _____		
Phone _____	Fax _____		
// _____			
Date of Birth _____		E-mail _____	

Bar Admission and Law School Information (required)

U.S.	Court of Record: _____
	State/District: _____ Original Admission: / /

Tribal	Court of Record: _____
	State: _____ Original Admission: / /

Foreign	Court/Tribunal of Record: _____
	Country: _____ Original Admission: / /

Students	Accredited Law School: _____
	State/District: _____ Expected Graduation: / /

Practice Information

PRACTICE TYPE

- Private Sector: Private Practice Corporate/In-House
 Public Sector: Government Association Counsel
 Nonprofit University/College
 Military Judiciary

PRIMARY PRACTICE AREAS

- | | |
|--|--|
| <input type="radio"/> Administrative | <input type="radio"/> Health |
| <input type="radio"/> Admiralty/Maritime | <input type="radio"/> Immigration |
| <input type="radio"/> ADR/Arbitration | <input type="radio"/> Indian |
| <input type="radio"/> Banking | <input type="radio"/> Intellectual Property |
| <input type="radio"/> Bankruptcy | <input type="radio"/> International |
| <input type="radio"/> Civil Rights | <input type="radio"/> Labor/Employment |
| <input type="radio"/> Communications | <input type="radio"/> Military |
| <input type="radio"/> Criminal | <input type="radio"/> Securities |
| <input type="radio"/> Environment/Energy | <input type="radio"/> Social Security |
| <input type="radio"/> Federal Litigation | <input type="radio"/> State/Local Government |
| <input type="radio"/> Financial Institutions | <input type="radio"/> Taxation |
| <input type="radio"/> General Counsel | <input type="radio"/> Transportation |
| <input type="radio"/> Government Contracts | <input type="radio"/> Veterans |

Membership Categories and Optional Section, Division, and Chapter Affiliations

Membership Levels

SUSTAINING MEMBERSHIP

Members of the association distinguish themselves when becoming sustaining members of the FBA. Sixty dollars of the sustaining dues are used to support educational programs and publications of the FBA. Sustaining members receive a 5% discount on the registration fees for all national meetings and national CLE events.

	<u>Private Sector</u>	<u>Public Sector</u>
Member Admitted to Practice 0-5 Years	○ \$155	○ \$135
Member Admitted to Practice 6-10 Years	○ \$215	○ \$190
Member Admitted to Practice 11+ Years	○ \$255	○ \$220
Retired (Fully Retired from the Practice of Law).....	○ \$155	○ \$155

ACTIVE MEMBERSHIP

Open to any person admitted to the practice of law before a federal court or a court of record in any of the several states, commonwealths, territories, or possessions of the United States or in the District of Columbia.

	<u>Private Sector</u>	<u>Public Sector</u>
Member Admitted to Practice 0-5 Years	○ \$95	○ \$75
Member Admitted to Practice 6-10 Years	○ \$155	○ \$130
Member Admitted to Practice 11+ Years	○ \$195	○ \$160
Retired (Fully Retired from the Practice of Law).....	○ \$95	○ \$95

ASSOCIATE MEMBERSHIP

Foreign Associate Admitted to practice law outside the U.S. ○ \$195
Law Student Associate Currently enrolled in an accredited law school ○ \$30

Dues Total: \$ _____

Practice Area Sections

<input type="checkbox"/> Alternative Dispute Resolution .. \$15	<input type="checkbox"/> Indian Law \$15
<input type="checkbox"/> Antitrust and Trade Regulation.. \$15	<input type="checkbox"/> Intellectual Property Law..... \$10
<input type="checkbox"/> Banking Law..... \$20	<input type="checkbox"/> International Law..... \$10
<input type="checkbox"/> Bankruptcy Law..... \$10	<input type="checkbox"/> Labor and Employment Law..... \$15
<input type="checkbox"/> Civil Rights Law \$10	<input type="checkbox"/> Securities Law Section \$0
<input type="checkbox"/> Criminal Law..... \$10	<input type="checkbox"/> Social Security..... \$10
<input type="checkbox"/> Environment, Energy, and Natural Resources..... \$15	<input type="checkbox"/> State and Local Government Relations..... \$15
<input type="checkbox"/> Federal Litigation..... \$10	<input type="checkbox"/> Taxation..... \$15
<input type="checkbox"/> Government Contracts..... \$20	<input type="checkbox"/> Transportation and Transportation Security Law..... \$20
<input type="checkbox"/> Health Law..... \$10	<input type="checkbox"/> Veterans Law..... \$20
<input type="checkbox"/> Immigration Law..... \$10	

Career Divisions

- Corporate & Association Counsel
(in-house counsel and/or corporate law practice) \$20
- Federal Career Service (past/present employee of federal government).....N/C
- Judiciary (past/present member or staff of a judiciary)N/C
- Senior Lawyers* (age 55 or over) \$10
- Younger Lawyers* (age 36 or younger or admitted less than 3 years)N/C

*For eligibility, date of birth must be provided.

Sections and Divisions Total: \$ _____

Chapter Affiliation

Your FBA membership entitles you to a chapter membership. Local chapter dues are indicated next to the chapter name (if applicable). If no chapter is selected, you will be assigned a chapter based on geographic location. *No chapter currently located in this state or location.

<p>Alabama ○ Birmingham ○ Mobile ○ Montgomery ○ North Alabama</p> <p>Alaska ○ Alaska</p> <p>Arizona ○ Phoenix ○ William D. Browning/ Tucson-\$10</p> <p>Arkansas* ○ At Large</p> <p>California ○ Central Coast ○ Inland Empire ○ Los Angeles ○ Northern District of California ○ Orange County ○ Sacramento ○ San Diego ○ San Joaquin Valley</p> <p>Colorado ○ Colorado</p> <p>Connecticut ○ District of Connecticut</p> <p>Delaware ○ Delaware</p> <p>District of Columbia ○ Capitol Hill ○ D.C. ○ Pentagon</p> <p>Florida ○ Broward County ○ Jacksonville ○ North Central Florida-\$25 ○ Orlando ○ Palm Beach County ○ South Florida ○ Southwest Florida ○ Tallahassee ○ Tampa Bay</p>	<p>Georgia ○ Atlanta-\$10</p> <p>Hawaii ○ Hawaii</p> <p>Idaho ○ Idaho</p> <p>Illinois ○ Chicago</p> <p>Indiana ○ Indianapolis</p> <p>Iowa ○ Iowa-\$10</p> <p>Kansas ○ Kansas</p> <p>Kentucky ○ Kentucky</p> <p>Louisiana ○ Baton Rouge ○ Lafayette/ Acadiana ○ New Orleans ○ North Louisiana</p> <p>Maine* ○ At Large</p> <p>Maryland ○ Maryland</p> <p>Massachusetts ○ Massachusetts-\$10</p> <p>Michigan ○ Eastern District of Michigan ○ Western District of Michigan</p> <p>Minnesota ○ Minnesota</p> <p>Mississippi ○ Mississippi</p> <p>Missouri* ○ At Large</p> <p>Montana ○ Montana</p> <p>Nebraska* ○ At Large</p> <p>Nevada ○ Nevada</p> <p>New Hampshire* ○ At Large</p>	<p>New Jersey ○ New Jersey</p> <p>New Mexico ○ New Mexico</p> <p>New York ○ Eastern District of New York ○ Southern District of New York ○ Western District of New York</p> <p>North Carolina ○ Eastern District of North Carolina ○ Middle District of North Carolina ○ Western District of North Carolina</p> <p>North Dakota* ○ At Large</p> <p>Ohio ○ John W. Peck/ Cincinnati/ Northern Kentucky ○ Columbus ○ Dayton ○ Northern District of Ohio-\$10</p> <p>Oklahoma ○ Oklahoma City ○ Northern/ Eastern Oklahoma</p> <p>Oregon ○ Oregon</p> <p>Pennsylvania ○ Eastern District of Pennsylvania ○ Middle District of Pennsylvania ○ Western District of Pennsylvania</p>	<p>Puerto Rico ○ Hon. Raymond L. Acosta/ Puerto Rico-\$10</p> <p>Rhode Island ○ Rhode Island</p> <p>South Carolina ○ South Carolina</p> <p>South Dakota* ○ At Large</p> <p>Tennessee ○ Chattanooga ○ Memphis Mid-South ○ Nashville ○ Northeast Tennessee</p> <p>Texas ○ Austin ○ Dallas-\$10 ○ Del Rio-\$25 ○ El Paso ○ Fort Worth ○ San Antonio ○ Southern District of Texas-\$25 ○ Waco</p> <p>Utah ○ Utah</p> <p>Vermont* ○ At Large</p> <p>Virgin Islands ○ Virgin Islands</p> <p>Virginia ○ Northern Virginia ○ Richmond ○ Roanoke ○ Tidewater</p> <p>Washington* ○ At Large</p> <p>West Virginia* ○ At Large</p> <p>Wisconsin* ○ At Large</p> <p>Wyoming ○ Wyoming</p>
--	---	---	--

Chapter Total: \$ _____

Payment Information and Authorization Statement

TOTAL DUES TO BE CHARGED

(membership, section/division, and chapter dues): \$ _____

Check enclosed, payable to Federal Bar Association
Credit: American Express MasterCard Visa

Name on card (please print)

Card No.

Exp. Date

Signature

Date

By signing this application, I hereby apply for membership in the Federal Bar Association and agree to conform to its Constitution and Bylaws and to the rules and regulations prescribed by its Board of Directors. I declare that the information contained herein is true and complete. I understand that any false statements made on this application will lead to rejection of my application and/or the immediate termination of my membership. I also understand that by providing my fax number and e-mail address, I hereby consent to receive faxes and e-mail messages sent by or on behalf of the Federal Bar Association, the Foundation of the Federal Bar Association, and the Federal Bar Building Corporation.

Signature of Applicant

Date

(Signature must be included for membership to be activated)

*Contributions and dues to the FBA may be deductible by members under provisions of the IRS Code, such as an ordinary and necessary business expense, except 4.5% which is used for congressional lobbying and is not deductible. Your FBA dues include \$14 for a yearly subscription to the FBA's professional magazine.