

Carolyn M. Vogt

Shareholder
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Area of Practice

Carolyn Vogt has more than 20 years of experience representing clients in complex business transactions, including mergers and acquisitions, financing, entity formation and structure, and commercial contracts. Carolyn has worked with a range of clients, including manufacturers, retailers and energy project developers. Her areas of industry expertise include renewable energy, clean technology and New Markets Tax Credits. She has worked with clients in the negotiation of long-term purchase agreements, supply and distribution agreements, joint venture agreements, loan agreements, and credit support arrangements. While serving as General Counsel for NACCO Materials Handling Group, Carolyn worked on a range of U.S. and international commercial and strategic projects and gained an appreciation of the delivery of legal services from a client's point of view.

Professional Experience

Vice President, General Counsel and Secretary, NACCO Materials Handling Group (2005-2007)
Partner, Stoel Rives LLP (1994-2005)
Associate, Stoel Rives LLP (1988-1994)
Associate, Choate, Hall & Stewart (1985-1988)
Law Clerk to the Honorable Rya W. Zobel, U.S. District Court of Massachusetts (1984-1985)

Admitted to Practice

Oregon

Academics

Stanford University Law School (J.D., 1984)
Associate Editor, *Stanford Law Review*
Rice University (B.A., *magna cum laude*, English, 1980)
Phi Beta Kappa Academic Honor Society

Practice Group and Specialty Team Memberships

Business
Clean Tech
Corporate Finance and Securities
International Business
Mergers and Acquisitions
New Markets Tax Credits
Public/Private Partnerships
Renewable Energy
Sustainability and Climate Change

Publications

"Federal Stimulus Provides Major Funding for Renewable Energy and Energy Conservation," *Energy Priorities*, February 19, 2009

“Law that allows incorporating sustainability into charters allows protection, visibility,” *Oregon Business* magazine, September 2008

“Acquisition Due Diligence, Letters of Intent, Agreement for Sale and Purchase of Business Assets, and Stock Purchase Agreement Forms,” *Advising Oregon Businesses*, 2004, 2010 (Co-author)

Speaking Engagements

“Alternative Models for Supporting Renewable Energy,” Future Energy Conference, April 13, 2011 (Moderator)

“Allocation Agreement Requirements and Risks of Noncompliance,” Novogradac & Company’s New Market Tax Credits Conference, January 2010 (Panelist)

“Tools for Green Development,” American Bar Association, October 2009 (Moderator)

“State Energy Tax Credits, Incentives and Rebates: An Oregon Portfolio,” Novogradac & Company’s Financing Renewable Energy Conference, May 2008 (Panelist)

Awards and Honors

Peer Review Rated “AV” in Martindale-Hubbell

Professional and Community Activities

Board of Trustees, Oregon Humane Society (2011-Present)

Board of Directors, Smart Grid Oregon (2010- Present)

Board Governance Committee, Columbia Land Trust (2011- Present)

President and Member, Board of Directors, YWCA of Greater Portland (2002-2006, President 2004-2005)

Member, Executive Committee, Oregon State Bar Securities Regulation Section (1999-2001)

President and Member, Board of Directors, Bridlemile School Foundation (1996-1999, President 1998-1999)

Member, Multnomah Bar Association