

# Kathleen A. Kelley

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## PRACTICE AREAS

Business Organizations & Transactions

Government Contracting

Mergers & Acquisitions

Private Equity

## INDUSTRIES

Associations & Nonprofit Organizations

Retailers & Restaurateurs

Small, Emerging & Growing Businesses

Kathleen Kelley is a shareholder at Bean, Kinney & Korman focusing her practice on corporate and transactional law. Her client base encompasses local business, nonprofits, government contractors, and Fortune 500 companies, and she is valued by them for her pragmatism and responsiveness and known for breadth of knowledge and collaborative mindset.

Having started her career in Delaware, Kathleen provides complex corporate and LLC services to clients throughout the region during all phases of their business lifecycle, including:

- Business formations and organizations
- Shareholder and LLC Operating Agreements
- LLC Filing Services and LLC Formation Packages
- Issuance and sale of equity ownership to investors
- Issuance of phantom ownership, stock options and other equity-based compensation to employees
- Joint ventures, including those within the government's small business contracting space
- Mergers & Acquisitions
- Owner exits and disputes
- Regulatory and compliance matters

## BAR AND COURT ADMISSIONS

Virginia, 2012

U.S. District Court for the District of Delaware, 2001

Delaware, 2000

## EDUCATION

Washington and Lee University School of Law, J.D., *Cum Laude*, 2000

University of Virginia, B.A., 1994

Kathleen presents regularly on government contracting matters, including issues relating to the ownership and management of Women Owned Small Businesses, 8(a) Participants and Service-Disabled Veteran-Owned Small Businesses, joint ventures, and the negotiation of Teaming Agreements and Sub-Contracts. Kathleen is also in high demand to speak and write about corporate governance issues, including management deadlocks, the limitation of liability, and “business divorces.”

In addition to her transactional and corporate law practice, Kathleen serves on the board of several non-profit organizations and volunteers at a thrift store in Vienna.



## PUBLISHED ARTICLES

- Deadlock Provisions in Agreements – Say No to the Rochambeau Method
- The Top Five Mistakes in Drafting LLC Agreements
- Significant Amendments to Delaware General Corporation Law Enacted

## SPEAKING ENGAGEMENTS

- Mind Your Business: Coordinating Business and Estate Plans to Preserve Value  
Online, Tuesday, April 20, 2021
- Deadlock-Breaking Mechanisms in Real Estate LLCs: Avoiding Litigation When Members and Managers Fail to Agree  
Webinar, Thursday, February 27, 2020
- Deadlock-Breaking Mechanisms in LLCs: Avoiding Litigation and Dissolution When Members and Managers Fail to Agree  
Webinar, Thursday, January 16, 2020

- LLC or S-Corp  
Teleconference, Thursday, December 19, 2019
- Mergers & Acquisitions in the Federal Marketplace  
Tower Club, Tysons Corner, VA, Thursday, May 16, 2019
- 7th Annual NoVA B2G Matchmaking Conference & Small Business Expo  
Inova Center for Personalized Health, Fairfax, VA, Tuesday, May 7, 2019
- SECAF Awards Gala  
McLean, VA, Thursday, May 2, 2019
- Deadlock-Breaking Mechanisms in LLCs: Avoiding Litigation and Dissolution When Members and Managers Fail to Agree  
Strafford Live CLE Webinar, Tuesday, August 14, 2018
- Becoming WOSB Certified  
Community Business Partnership :: 6564 Loisdale Ct., Ste. 600 Springfield VA 22150, Monday, August 13, 2018
- Deadlock Breaking Mechanisms in Real Estate LLCs  
Strafford Live CLE Webinars, Thursday, February 22, 2018
- Blueprint of a Deal: M&A 101  
Virginia State Bar - Construction Public Law Section, Friday, November 3, 2017
- Business Contracts: Top 10 Most Costly Mistakes, Preliminary Contract Considerations  
NBI, Tuesday, October 17, 2017
- Contract Boilerplate: Transactional vs. Litigator  
Fairfax Bar Association, Monday, March 30, 2015
- Shareholder and Member Rights: Drafting, Disputes & Dilemmas  
Fairfax Bar Association, Thursday, March 13, 2014
- The Current State of Fiduciary Duties in Delaware: Corporations and LLCs  
Holland & Knight, Monday, October 21, 2013

## NEWS

- Bean, Kinney & Korman Represents RenXTech LLC in a Transaction with Buchanan & Edwards Inc.  
Monday November 29, 2021
- Twenty-eight Attorneys from Bean, Kinney & Korman Recognized as Top Attorneys for 2021 by Arlington Magazine  
Thursday October 21, 2021
- Fifteen Attorneys from Bean, Kinney & Korman Listed in 2022 Best Lawyers in America and Five Attorneys Listed in Best Lawyers: Ones to Watch  
Thursday August 19, 2021
- Bean, Kinney & Korman Represents Finley Asphalt in a Transaction with Shoreline Equity Partners  
Friday July 2, 2021
- 2021 Super Lawyers  
Thursday May 6, 2021
- Bean Kinney & Korman Represents Highlight Technologies, Inc. in a Sale to an Employee-Owned Stock Ownership Plan  
Thursday April 22, 2021
- Bean, Kinney & Korman Represents Farm Market iD in Acquisition by DTN  
Friday February 26, 2021
- Thirteen Attorneys from Bean, Kinney & Korman Listed in 2021 Best Lawyers in America and Three Attorneys Listed in Best Lawyers: Ones to Watch  
Thursday August 20, 2020
- 2020 Super Lawyers  
Thursday May 7, 2020
- Twenty-six Attorneys from Bean, Kinney & Korman Recognized as Top Attorneys by *Arlington Magazine*  
Friday October 18, 2019
- Kathleen Kelley quoted in “Private Players” – discussing federal nonprofit status for Virginia nonstock corporations  
*Style Weekly*, Tuesday April 9, 2019