

DOUGLAS F. MACLEAN

WORK EXPERIENCE

ARMOR COMPLIANCE

2009 – present

Managing Member

Boston, Massachusetts

- Provide compliance consulting services for investment advisers who need to register with the Securities Exchange Commission or with various state regulators, including the drafting of Form ADV and drafting and implementation of a compliance manual in compliance with the Investment Advisers Act or state laws
- Serve as Chief Compliance Officer to private fund managers registered with the SEC
- Perform SEC mock audits and inspections for investment advisers registered with the SEC
- Draft and handle filings with the SEC and various state regulators, including Form Ds, 13Ds, 13Fs, 13Gs, Forms 3, 4 and 5 and state blue sky filings

BINGHAM MCCUTCHEN (formerly Bingham, Dana & Gould)

2006 – 2009

Counsel

Boston, Massachusetts

- Assist investment advisers with structuring, drafting and negotiation of legal documents associated with hedge funds, private equity funds, real estate funds and venture capital funds
- Counsel newly-formed investment advisers regarding organizational structure, working capital investments, capital transactions, minority rights, employment agreements, equity/bonus plans and tax issues

K&L GATES (formerly Kirkpatrick & Lockhart)

2004 – 2006

Associate

Boston, Massachusetts

- Counseled onshore and offshore hedge funds, private equity funds, venture capital funds, real estate funds, timber funds, PIPE funds and funds-of-funds on formation, compliance, mergers and reorganizations
- Drafted private placement memoranda, constituent agreements, subscription agreements, advisory agreements and other agreements with third-party service providers on behalf of domestic and international private funds
- Negotiated side letters on behalf of investment advisers, private funds and investors in private funds

LATHAM & WATKINS

1999 – 2004

Associate, Summer Associate

Boston & New York

- Negotiated and drafted agreements for private placements, venture capital investments, high-yield debt financings, mergers, acquisitions and initial public offerings
- Counseled various types of companies, from start-ups to Fortune 500 corporations to private funds, regarding entity formation, equity and debt financings, minority rights, acquisitions and reorganizations
- Performed due diligence for various public and private companies and transactions involving equity and debt
- Directly responsible for firm's litigation in state and federal courts of Massachusetts

EDUCATION

CORNELL UNIVERSITY

1996 – 2000

CORNELL LAW SCHOOL, J.D., 2000

Ithaca, New York

- *Cornell International Law Journal*, Samuel J. Herzog Memorial Prize Recipient

JOHNSON GRADUATE SCHOOL OF MANAGEMENT, M.B.A., 2000

Ithaca, New York

- *Business Law I & II, IPOs & Acquisitions* Teaching Assistant, Old Ezra Finance Club

HARVARD UNIVERSITY

1990 – 1994

HARVARD COLLEGE, A.B., cum laude, 1994

Cambridge, Massachusetts

- Admitted with Sophomore Standing
- Harvard College Scholarship, Dean's List (every semester)
- Honors Thesis in American History: *African-American Slaveowners*
- Varsity Heavyweight Crew, Junior Varsity Basketball

ST. JOHN'S PREPARATORY SCHOOL

1986 – 1990

- Valedictorian, Mr. St. John's Award, Harvard Book Award

Danvers, Massachusetts

MISCELLANEOUS

- Passed CFA Level 1 Exam, Series 7, 39, 63 and 65 Qualified
- Admitted in Massachusetts and New York, U.S. District Court for District of Massachusetts and First Circuit
- 2009, 2010, 2011 *New England Rising Star*
- Business Law Professor at Tufts University (Spring 2003)
- Licensed Real Estate Broker in Massachusetts and New York
- Long Distance Running (38 Marathons)
- Ironman Triathlon Finisher (November 1999)