MEYER UNKOVIC SCOTT
ATTORNEYS AT LAW

MAXWELL BRISKMAN STANFIELD, *Partner*

412.456.2870 | mbs@muslaw.com

Maxwell Briskman Stanfield is a creative problem solver. His knowledge and experience lend to a range of clients across a number of industries covering a broad spectrum of corporate, business, financial, commercial real estate, hospitality, entertainment, and media industry transactions.

He regularly assists clients with contract drafting and interpretation; business acquisitions, sales, and divestitures; commercial real estate acquisition and sales; commercial real estate leasing and licensing arrangements; financing arrangements (traditional bank financings, CMBS, equity raises); exempt-securities transactions; franchise agreements; business entity formation and structure; and nonprofit organization matters.

Maxwell also has experience with master service agreements, terms and conditions, terms of service, and statements of work, as well as software licensing agreements.

Within his entertainment and media practice, Maxwell assists marketing and branding agencies, production companies, fashion designers, artists, entertainers, gaming companies, and other creative-industry professionals with all aspects of their art form and their business – from advising on general business and intellectual property matters to assisting with any of the business and transactional needs mentioned above.

Maxwell was voted for inclusion in the inaugural 2021 edition of The Best Lawyers in America: Ones to Watch, for Mergers & Acquisitions Law, and again for the 2022 edition for both Corporate Law and Mergers & Acquisitions Law, an honor based on rigorous peer review, and achieved by less than 1% of all practicing attorneys nationwide.

He is the current Chairperson of the Allegheny County Bar Association's Corporate, Banking & Business Law Section.

Within the firm, he is a member of the Corporate & Business Law, Real Estate & Lending, Intellectual Property, and Nonprofit Practice Groups and serves as the firm's Meritas young lawyer contact.

Court Admissions

- Supreme Court of the United States
- United States District Court for the Western District of Pennsylvania
- United States District Court for the Central District of California

Representative Matters

- Counsel businesses of all sizes, as well as individuals with major transactions, corporate governance matters, and day-to-day legal and business affairs.
- Assist clients with the selection, structure, and formation of business entities, including operational matters and ongoing entity counseling (Limited Liability

Practice Groups

- Corporate & Business Law
- Real Estate & Lending
- Intellectual Property
- Nonprofit Organizations

Education

- J.D., Southwestern Law School, 2011
- B.A., Washington & Jefferson College, 2008

Bar Admissions

- Pennsylvania
- California
- District of Columbia

Representative Matters (cont'd)

Companies, Corporations, Limited Partnerships, etc.) as well as the pursuit of certifications with respect to minority-owned business and IRS tax-exempt status with respect to non-profit corporations.

- Represent clients with both stock and asset purchase and sale transactions.
- Assist clients with a variety of contract drafting and interpretation matters, including review with respect to force majeure language, requirements, and conditions to determine what type of relief may be available with respect to excuse of performance under COVID-19.
- Draft, negotiate, and review entertainment and media industry agreements, including but not limited to, filming location agreements, advertising industry agreements, writer engagement agreements, film financing arrangements, licensing agreements, and multiple rights deals.
- Represent and advise borrowers and financial institutions in commercial lending transactions, ranging in dollar value from tens of thousands to hundreds of millions, including drafting, negotiating, and reviewing loan agreements, and ancillary loan documents.
- Represent and advise individuals, businesses, developers, and investors in all facets of real estate acquisition, investment, and development, including drafting, negotiating, and reviewing purchase and sale agreements, and ancillary acquisition agreements.
- Draft, negotiate, and review office, retail, and industrial leases and ancillary occupancy license and access agreements on behalf of landlords and tenants.
- Conduct due diligence examinations in connection with business acquisitions and title and survey examinations in connection with real property acquisitions.

Awards/Honors

- Included in *Best Lawyers of America®* 2022 Ones to Watch list for Corporate Law and Mergers & Acquisitions Law
- Included in *Best Lawyers of America®* 2021 Ones to Watch list for Mergers & Acquisitions Law
- 2019 inductee into the Allegheny County Bar Foundation, Young Lawyer Fellows Program
- CALI Excellence for the Future Award (highest grade) in Advertising Law Practice, Southwestern Law School
- W. Edward Sell Distinguished Service Award, Washington & Jefferson College

Professional Involvement

- Diversity Committee, Meyer Unkovic & Scott LLP
- Step Up Chair, Cardozo Society, Jewish Federation of Greater Pittsburgh
- Association for Corporate Growth (ACG Pittsburgh)
- International Council of Shopping Centers (ICSC)
- Allegheny County Bar Association, Member
  - Young Lawyers Division, Membership Outreach Committee
    - Co-Chair, 2019-2022
  - Corporate, Banking & Business Law Section Council
    - Chair, 2020-2022
    - Vice-Chair, 2019-2020
    - Secretary & Treasurer, 2018 - 2019
  - Real Property Section
  - Membership Committee
- Pennsylvania Bar Association, Member
  - Real Property, Probate & Trust Law Section
  - PBA E-Mentor Program, Mentor
- Phi Alpha Delta Law Fraternity, International

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Community

Involvement

- The Washington & Jefferson Alumni Pre-Law Advisory Committee
- SteelTree Fund, Board Member
- Pittsburgh Symphony Orchestra, New Leadership Council Member
- Membership, Co-Chair
- Young Professionals Club, Committee Member
- Soiree Committee, Pittsburgh Symphony Orchestra
- Children's Trust Member of the Children's Hospital of Pittsburgh Foundation
- Associate Board of Ambassadors Pittsburgh, American Cancer Society
- Host Committee, "This is Us", Jewish Federation of Pittsburgh
- Make-A-Wish Foundation of Greater Pennsylvania and West Virginia, Volunteer
- "Twilight Picnic for the Parks: Back in the Swing," Allegheny County Parks Foundation, Host Committee

Articles

- "Important Considerations When Advising New Small Business Owners" *The Legal Intelligencer*. April 1, 2022.
- "Maintaining Corporate Formalities Is an Essential Piece of Proper Business Operations" *The Legal Intelligencer*. February 9. 2022.
- "Tax Advisory: Payment App Tax Rule Changes" MUS Blog. November 17, 2021.
- "Real Estate Advisory: City of Pittsburgh Rental Registration and Inspection Schedule Gains Final Approval" MUS Blog. November 5, 2021.
- "Buy/Sell Provisions Should Not Be Ignored: What to Consider When Drafting" *The Legal Intelligencer*. November 12, 2021.
- "Managing the Transition as LIBOR's End Looms" *The Legal Intelligencer*. July 19, 2021.
- "A Primer on NFTs: What Do You Really Own?" *The Legal Intelligencer*. May 26, 2021.
- "Contributions of the Jewish People to American Culture" MUS Diversity & Inclusion Newsletter, May 2021, Vol. 2 Issue 5.
- "Continued Barriers to Racial and Gender Equity in the Legal Profession" MUS Diversity & Inclusion Newsletter, April 2021, Vol. 2 Issue 4.
- "PPP Loans in M&A Transactions: Assessing the Position and Allocating the Risk," *The Legal Intelligencer*. March 25, 2021.
- "The Push for Board Diversification Will Continue – Don't Be Left Behind," *The Legal Intelligencer*. February 25, 2021.
- "A Year-End Legal Checklist for Corporations," *The Legal Intelligencer*. November 6, 2020.
- "Visual Arts and Property Owners: Be VARA Careful," *Residential Resource.* 31(10), 12, 32. Oct/Nov 2020.
- "Client Advisory: Securities and Exchange Commission Modification to 'Accredited Investor' Definition," *MUS Client Advisory.* September 28, 2020.
- "Sweepstakes, Contests and Lotteries: Businesses Win by Following the Rules," *The Legal Intelligencer*. July 7, 2020.
- "Impossibility of performance – COVID-19 and 'force majeure'," *Lawyers Journal, The Journal of the Allegheny County Bar Association*, (22)9, April 24, 2020.
- "Regulation A and Regulation Crowdfunding – What's Best for Startups," *The Legal Intelligencer*, March 2, 2020.
- "Filming Location Agreements: Lights, Camera...Negotiate...Action!" *The Legal Intelligencer*, February 7, 2020.
- "Real Estate Law Client Advisory: Thinking of Investing in Short-Term Rentals? Make Sure You Know the Local Laws*," MUS Blog*. January 14, 2020.
- "Entertaining the Idea of Starting a Loan-Out Corporation," *The Legal Intelligencer.* November 7, 2019.
- "Breaking Down Benefits and Burdens When Nonprofits Restructure," *The Legal Intelligencer*. July 22, 2019.
- "What Venture Capitalists Are Looking for From a Startup," *The Legal Intelligencer*. May 3, 2019.
- "Understanding Private Placement Memoranda and When to Use Them," *The Legal Intelligencer*. March 12, 2019.
- "Demystifying Phantom Stock," *The Pittsburgh 100*. February 26, 2019.
- "What to Remember as an Attorney Serving on a Nonprofit Board," *The Legal Intelligencer*. October 17, 2018.
- "Business Workshop: Judge prevents Starbucks from closing 77 failing Teavana Stores," *Pittsburgh Post-Gazette.* January 16, 2018.
- "Not Their Cup of Tea," MUS Blog, January 3, 2018. "Starting a New Business in a World of Cyber Threats," *MUS Blog*. September 26, 2017.
- "What's Your Biggest Weakness?" At Issue, Pennsylvania Bar Association. Young Lawyers Division, Winter 2017.

Articles (cont'd)

- Hiring Character. Training Skill." At Issue, Pennsylvania Bar Association, Young Lawyers Division. Fall 2016.
- "Dodging Disaster: Overcoming Disenchantment and Depression in the Legal Profession," At Issue, Pennsylvania Bar Association, Young Lawyers Division. Fall 2016.
- "Exploring the Diversity of Books," Summer's in Session - What We're Reading, *The Pennsylvania Lawyer Magazine*. 38(4), July/August 2016.
- "The Artificially Intelligent Lawyer," At Issue, Pennsylvania Bar Association, Young Lawyers Division. Winter 2016.
- "No-Holds-Barred Exams," At Issue, Pennsylvania Bar Association, Young Lawyers Division. Fall 2015.
- "Pros(e) and Con(versation)s," At Issue, Pennsylvania Bar Association, Young Lawyers Division. Spring 2015.
- "A New Model for the Model Rules?" At Issue, Pennsylvania Bar Association, Young Lawyers Division. Winter 2014.
- "The Great Loan Languish," At Issue, Pennsylvania Bar Association, Young Lawyers Division. Summer 2013.
- "Social Media and the Boss's Orders," At Issue, Pennsylvania Bar Association, Young Lawyers Division. Spring 2013.

Speaking Engagements

- CLE Co-Presenter, Pittsburgh Paralegal Association on the topic, "Ethical Considerations of Sitting on a Non-Profit Board," May 18, 2022.
- Panelist, 2022 Meritas Annual Meeting, London, England, "Moving Forward: Advancing DE&I in Our Firms & Profession," May 6, 2022.
- Roundtable Leader, ICSC OKIMP Retail Development & Law Symposium, Columbus, Ohio, on the topic, "The Impact of ESG (Environmental, Social, and Governance) Requirements on Retail Real Estate and its Impact on Tenants, Leasing Requirements, and Store Operations," March 18, 2022.
- CLE Co-Presenter, Meyer Unkovic & Scott LLP CLE, on the topic "Ethical Considerations of Sitting on a Non-Profit Board," December 8, 2021.
- CLE Co-Presenter, Celesq West Legal Ed Center, "NFTs – How Do They Fit in the Existing Legal Framework?" August 24, 2021.
- Moderator, Jewish Federation of Greater Pittsburgh, Cardozo Society Panel "What They Don't Teach You in Law School," Wednesday, May 19, 2021.
- Roundtable Leader, ICSC OKIMP Retail Development & Law Symposium, Virtual, "What's the Deal? Due Diligence Similarities and Differences in Real Estate Acquisitions vs. Corporate Acquisitions," April 23, 2021.
- Panelist, Duquesne Law School Corporate Law Society Panel, April 7, 2021.
- Co-Presenter, Allegheny County Bar Association, Young Lawyers Division, "Things They Don't Teach You in Law School, Session 2: Building Business," February 18, 2021.
- CLE Webinar Co-Presenter, Meyer Unkovic Scott LLP, "COVID Talking Points Every Practitioner Should be Familiar With When Talking to Clients," January 28, 2021.
- CLE Webinar Presenter, Allegheny County Bar Association, "Force Majeure and Defenses to Contract Performance in the COVID Landscape," July 24, 2020.
- CLE presenter, PBI Day on Real Estate Pittsburgh, on the topic, "Representing Clients in the Marijuana Business," March 5, 2020.
- Roundtable leader, ICSC OKIMP Retail Development & Law Symposium, Columbus, Ohio, on the topic, "Lights, Camera, Action! Filming Location Agreements and Shopping Centers," February 28, 2020.
- Roundtable leader, ICSC U.S. Law Conference, San Diego, California on the topic, "Repurposing Retail and Thinking Outside the Box: The Changing Landscape of Malls and Big Box Stores," October 25, 2019.
- CLE Co-Presenter, Alcoa/Arconic on the topic, "Ethical Considerations of Sitting on a Non-Profit Board," August 23, 2018.

Additional Information

Prior to joining Meyer Unkovic & Scott, Maxwell was an associate with the Corporate, Hospitality and Real Estate Finance practice groups at a large national law firm headquartered in Pittsburgh. Before that, he lived in Los Angeles, California where he focused his legal studies on all aspects of entertainment and media law. While in law school, Maxwell served as Copy Editor and Senior Staff Writer for The Commentator. Maxwell received his Bachelor of Arts degree with a double major in Political Science and Spanish from Washington & Jefferson College, where he served as President of the Pre-Law Society.