

## **KATHERINE M. NOONAN**

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## **DESCRIPTION OF CURRENT PRACTICE**

I am the Practice Leader of Ballard Spahr's Real Estate Development and Transactions Group. I have significant experience representing landlords and tenants in office, retail, biotech, and industrial leasing matters. I represent developers in mixed-use projects, including analyzing and implementing project structures designed around client goals. I draft, negotiate, and interpret the rights and obligations of parties under condominium documents, reciprocal easement agreements, covenants, and contracts. I work with developer and association clients with regard to ongoing compliance with governing documents and project operations. I have assisted numerous clients on local law compliance related to the disposition of multifamily residential projects, including rights of first refusal (ROFR) in Montgomery County, Prince George's County, and Howard County, Maryland, as well as the District of Columbia's Tenant Opportunity to Purchase Act (TOPA). I represent a coalition of multifamily owners seeking to address policy and operational concerns related to new and amended local laws, including rent control, rights of first refusal, energy requirements, and PILOTS. I have represented lenders and borrowers with a variety of energy projects, including solar, hydroelectric, and gas-fired electric generation facilities, addressing the specific real estate issues related to acquisition and financing.

## **EDUCATIONAL BACKGROUND**

University of Baltimore School of Law (J.D. 2007, *magna cum laude*)

Loyola University Chicago (B.A 2000, *magna cum laude*)

Recipient, President's Medallion for the College of Arts and Sciences; Member, Alpha Sigma Nu Jesuit Honor Society

## **BAR MEMBERSHIPS AND DATES**

Maryland – 2007-present

District of Columbia - 2014-present

Virginia - 2019 - present

## **EMPLOYMENT HISTORY**

Ballard Spahr LLP, 2006-present

Practice Group Leader – Real Estate Development and Transactions 2023-present

Partner – 2020-present  
Of Counsel - 2019-2020  
Associate – 2007-2019  
Summer Associate – 2006

Baltimore City Health Department – 2006-2007  
Coordinated outreach to pediatricians on early literacy.

Office of the State’s Attorney for Baltimore City, 2004-2006  
Law Clerk, Juvenile Division

The Choice Program – 2000-2003  
Caseworker for at-risk youth

## **SPEAKING ENGAGEMENTS**

*Creative Affordable Housing Solutions*, CBRE Multifamily Summit, May 16, 2022 – Panelist – I was part of a panel at this event discussing innovative approaches to housing affordability, with my insights focused largely on strategies under local law.

*Green Leasing – Landlords and Tenants Collaborate on Energy Efficiency and Sustainable Practices*, Commercial Real Estate Finance Council (CREFC) Sustainability Initiative – Education Subcommittee, October 12, 2022 – Presenter – I presented on the topic of green leasing to the CREFC education subcommittee focused on sustainability. This presentation was held at a regular meeting of this subcommittee and focused on defining “green leasing” and discussing trends. We discussed the interplay of official sustainability certifications relative to local laws and negotiated lease provisions.

*Preserving Affordable Housing in Maryland: New and Expanded Local Rights of First Refusal Systems*, Maryland State Bar Association Advanced Real Property Institute, March 14, 2022 – Planner and Presenter – I served as a member of the planning committee for the MSBA’s Advanced Real Property Institute—which was actually held virtually in 2022 due to Covid. As a member of the planning committee, I worked with other committee members to brainstorm topics and presenters. Among the selected topics was the expansion of county-level rights of first refusal related to the same of multi-family properties. I worked with two other presenters to address this topic in three different counties—with my presentation focused on Prince George’s County, Maryland. At the time, Prince Georges’ County was in the process of developing its approach to the ROFR law and assignment to designated developers. My presentation outlined the legal requirements, trends, and practice tips.

*Retail Recovery - Reimagining For The New Future*, Spring 2021, Real estate professionals from Jones Lang LaSalle and Ballard Spahr discuss current conditions on the ground in each asset class of malls, grocery-anchored shopping centers and big box centers. Our panelists covered issues facing owners of distressed properties, from re-purposing underperforming assets to preparing for a post-pandemic retail climate.

*COVID-19 and Real Estate Transactions: Where Are We and Where Do We Go From Here?*, Maryland State Bar Association, Advanced Real Property Institute, Legal Excellence Week, November 9-13, 2020 – Presenter and Planner – I was a member of the planning committee for this annual continuing legal

education program. Committee involvement entailed multiple monthly and then weekly meetings to brainstorm topics and presenters. The entire program was re-worked in light of the pandemic—moving the date from spring to fall and re-tooling to the virtual format. This presentation analyzed force majeure clauses in commercial leases, focusing on the changing legal interpretations applying specifically to COVID-19.

*Tackling Large Scale, Long Term, Mixed Use Real Estate Development Projects, Maryland State Bar Association Advanced Real Property Institute, October 9, 2018* – Presenter – As co-presenter for this topic at the Maryland State Bar Association’s premier annual continuing legal education seminar, I addressed project structure and documentation. This included a detailed review of state-specific laws related to condominium creation, subdivision (including minor subdivision), and air-rights. Ongoing operational issues were also discussed, including shared governance, phased development, and cost allocation. Attendees were particularly interested to discuss potential strategies of long-term projects as it related to Maryland’s condominium laws related to phased annexation.

*Structuring Complex Easement Agreements in Commercial Real Estate Deals, Strafford (September 18, 2018)* – Presenter – This program addressed the purpose of easements in a variety of real estate transactions, including mixed-use developments, retail projects, condominiums, air rights developments, as well as basic components of easements and the role of easements in the life cycle of a project. Various approaches to ongoing operational easement matters were also discussed, including maintenance and cost allocation, project governance, density and development rights, and multi-phase projects. Key negotiations and drafting issues were also discussed.

*ROFR and TOPA in the DMV, Newmark, June 11, 2019* – Presenter – I presented to local commercial real estate investors and owners on the local laws specific to multifamily property transfers in the Capitol Region. This included summaries of the right of first refusal laws in Montgomery, Prince George’s and Howard Counties, as well as the Tenant Opportunity to Purchase Act in the District of Columbia.

*BOMA Green Lease Guide 2018: Key Changes to BOMA’s Internationals Guide for Landlords and Tenants to Collaborate on Energy Efficiency and Sustainable Practices, BOMA-Meeting of National Advisory Council (May 4, 2018)* – Presenter – At this meeting of BOMA’s National Advisory Council, I presented highlights of revisions and updates to the newly published Green Leasing Guide (for which I was the primary editor). Key changes included updates address changing requirements of green certification programs, local law changes, allocation of operating expenses, and trends related to parking, building system automation, and construction standards. We discussed at length the common question: “What is a Green Lease?”

## LEGAL PUBLICATIONS

BOMA Green Lease Guide, BOMA, 2018 [\[Link\]](#)

“Proposed Rent Control Regulations Under Review by the Montgomery County Council,” *Ballard Spahr*, July 2, 2024 (Co-Author) [\[Link\]](#)

“New Prince George’s County Rent Control Legislation and Other Updates,” *Ballard Spahr*, June 19, 2024 (Co-Author) [\[Link\]](#)

“D.C., Maryland Multifamily Housing Update: Prince George’s County Rent Control, Montgomery County Tenant Protections, Montgomery County Right of First Refusal (ROFR) Expansion, and More,” *Ballard Spahr*, April 8, 2024 (Co-Author) [\[Link\]](#)

“Proposed Rent Control Regulations Raise Many Questions,” *Ballard Spahr*, February 15, 2024 (Co-Author) [\[Link\]](#)

“Commercial Building Energy Compliance and Reporting Deadlines Approaching,” *Ballard Spahr*, October 6, 2023 (Co-Author) [\[Link\]](#)

“Expansion of Montgomery County ROFR,” *Ballard Spahr*, October 5, 2023 (Co-Author) [\[Link\]](#)

“Montgomery County Council Enacts Onerous Rent Control,” *Ballard Spahr*, July 25, 2023 (Co-Author) [\[Link\]](#)

“Prince George’s County Enacts Rent Stabilization Act, Montgomery County Introduces Two Rent Control Bills,” *Ballard Spahr*, March 9, 2023 (Co-Author) [\[Link\]](#)

“DC-Maryland Multifamily Housing Updates,” *Ballard Spahr*, February 21, 2023 (Co-Author) [\[Link\]](#)

“DC and Maryland Multifamily Update,” *Ballard Spahr*, February 15, 2022 (Co-Author) [\[Link\]](#)

“Howard County’s New ROFR Law: Same Name, Different Game,” *Ballard Spahr*, December 16, 2020 (Co-Author) [\[Link\]](#)

“Prince George’s County Adopts New ROFR Compliance Requirements,” *Ballard Spahr*, December 11, 2020 (Co-Author) [\[Link\]](#)

“DC Metro COVID-19 Legislation/Regulations Impacting Landlords, Judicial Actions, and Government Operations,” *Ballard Spahr*, July 22, 2020 (Co-Author) [\[Link\]](#)

“Howard County, MD, Expands ROFR Requirements for Multifamily Sales,” *Ballard Spahr*, July 2020 (Co-Author) [\[Link\]](#)

“New COVID Legislation in the DC Metro Area Impacting Landlords, Permitted Activities, and Government Operations,” *Ballard Spahr*, May 12, 2020 (Co-Author) [\[Link\]](#)

“What Does COVID-19 Mean For My Lease?” *BOMA Magazine*, May/June, 2020 [\[Link\]](#)

“Montgomery County, Maryland, Limits Rent Increases,” *Ballard Spahr*, April 29, 2020 (Co-Author) [\[Link\]](#)

“Washington, D.C.’s COVID-19 Response Supplemental Emergency Amendment Act and Implications for Mortgage Loan Servicers,” *Ballard Spahr*, April 21, 2020 (Co-Author) [\[Link\]](#)

“Navigating the Development Process in the DC Region During COVID-19,” *Ballard Spahr*, April 14, 2020 (Co-Author) [\[Link\]](#)

“CARES Act Implications for Developers, Multifamily Property Owners, and Investors,” *Ballard Spahr*, March 27, 2020 (Co-Author) [\[Link\]](#)

“Maryland, D.C., and Virginia Halt Foreclosures and Evictions, Extend Tenant Rights,” *Ballard Spahr*, March 23, 2020 (Co-Author) [\[Link\]](#)

“How Leases Govern Common Area Modifications,” *BOMA Magazine*, January/February, 2020 [\[Link\]](#)

“Virginia Lawmakers Repeal Deed-of-Lease Requirement, Avert Panic,” *Ballard Spahr*, September 24, 2019 [\[Link\]](#)

“Short-Term Leases, Long-Term Successes”, *Legal-Ease* column *BOMA Magazine*, September/October 2018 [\[Link\]](#)

“Seal or No Seal? Virginia Supreme Court Decision Should Prompt Closer Scrutiny of Leases,” *Ballard Spahr*, July 2018 (Co-Author) [\[Link\]](#)

“Going Green Without a Certification,” *Legal-Ease* column *BOMA Magazine*, May/June 2017 [\[Link\]](#)

“Dos and Don’ts of Dealing with Problem Tenants,” *Legal-Ease* column *BOMA Magazine*, March/April 2017 [\[Link\]](#)

“Are Pets a Good Fit For Your Office Building?” *Legal-Ease* column *BOMA Magazine*, January/February 2017 [\[Link\]](#)

“Real Estate News in Metro DC,” *Ballard Spahr*, July 12, 2016 (Co-Author) [\[Link\]](#)

“Mandatory Training for Community Association Board Members,” *Ballard Spahr*, January 16, 2016 (Co-Author) [\[Link\]](#)

“New Montgomery County, Md., Legislation Further Regulating Community Associations,” *Ballard Spahr*, March 10, 2015 (Co-Author) [\[Link\]](#)

“Public Offering Statement Disclosure Limits Developer's Liability,” *Ballard Spahr*, September 9, 2014 (Co-Author) [\[Link\]](#)

“Caveat Venditor (Let the Seller Beware): Consumer Protection Laws Can Have Significant Implications,” *Ballard Spahr*, August 20, 2014 (Co-Author) [\[Link\]](#)

“Implied Restrictive Covenant Prevents Conversion of Golf Course to Residential Lots,” *Ballard Spahr*, August 6, 2014 (Co-Author) [\[Link\]](#)

“Court Ruling May Result in Property Tax on Previously Exempt Community Association Property,” *Ballard Spahr*, August 1, 2014 (Co-Author) [\[Link\]](#)

“Top 10 Issues for Existing Mixed-Use Project,” *Legal-Ease* column for *BOMA Magazine*, July/August 2014 [\[Link\]](#)

**BAR ACTIVITIES**

John Payton Leadership Academy of the District of Columbia Bar, April 21, 2017, leadership program graduate

Maryland State Bar Association, Advanced Real Property Institute, member of planning committee 2019-2023; presenter 2018, 2020, 2022

**PROFESSIONAL RATINGS**

The District of Columbia Court of Appeals and Superior Court of the District of Columbia named me to the Capital Pro Bono High Honor Roll in 2014, for providing 100 hours of pro bono service in the prior calendar year.

*Legal 500*, Real Estate - Real Estate, 2024

Leadership Institute, Urban Land Institute Washington, graduate of leadership program May 2021

**COMMUNITY SERVICE AND PRO BONO ACTIVITIES**

For 10 years, I serviced on the Board of Trustees for the Perry Street Preparatory Public Charter School in the District of Columbia.

Represent client for sentencing reconsideration under the Maryland Juvenile Justice Restoration Act. Representation resulted in successful motion for reduction of sentence for a juvenile lifer (convicted with a life sentence for crime committed as a juvenile). This an ongoing representation, for which I has devoted over 260 hours in 7 years.

Represent District of Columbia social services agency and nonprofit in separate leasing matters.

Represented District of Columbia school that serves low-income students with regard to leasing issues and certain financing matters.

Provided voter protection through the national Election Protection hotline during the 2008, 2020 and 2024 presidential elections.

**OTHER MEMBERSHIPS**

I serves on the Board of Trustees for the Perry Street Preparatory Public Charter School in the District of Columbia.

**HONORS**

DC Pro Bono Honor Roll 2014, 2015, 2017-2023

2018 Alan Davis Award from Ballard Spahr, recognizing exemplary legal representation in a matter involving the public good.

2019 Making a Difference Award, NonProfit Village

2012 & 2021, Pro Bono Award from Ballard Spahr, recognizing excellence in pro bono service

**ATTACHMENTS**

Materials from the above-referenced Speaking Engagements can be accessed through the following link:

<https://ballardspahr.sharefile.com/d-sc2f8cf52f8d9465a808825292e340060>

**PERSONAL**

Date of Birth: March 19, 1978

When not working, I am at my children's sporting events or otherwise operating mom's taxi service.

**WRITTEN MATERIALS**

Links to written materials are provided above with Legal Publications.