

October 23, 2024

John M. Nolan
Chair, Member Selection Committee
American College of Real Estate Lawyers
220 N. Market Street, Suite 100
Frederick, MD 21701

Dear John,

It is a privilege to nominate Jeff Smith, a partner with Sheppard Mullin, for membership to the American College of Real Estate Lawyers (“ACREL”). I have known and worked with Jeff since 2003. Jeff worked with me first as a young associate and as a partner. I have witnessed his rise as one of the outstanding real estate lawyers in Texas as well as the United States.

I have been in ACREL since 1988. I have seldom been as enthused about a lawyer’s candidacy as I am of Jeff’s nomination. ACREL is a difficult group to gain membership. It should be. I came to ACREL after being mentored as a young lawyer by outstanding members such as Sandy Weiner and Phil Weller. I also was mentored as a member of ACREL and spent a number of years working with Beverly Quail on various real estate transactions. These three senior lawyers helped me form my opinion of who should be a member.

Jeff fits all of the criteria that ACREL requires of its members.

Distinguished Practitioner

Jeff has worked on some of the most complex real estate projects in the United States. He has led transactions from New York to California and worked with the most talented lawyers from the most experienced and well known real estate firms in the United States.

In connection with his representative experience, I would note that among other noteworthy work, he has been involved in leading edge legal work in the Build To Rent space that has involved seminal and unique legal deal structures that required creativity and coordination of various expertise and disciplines.

Throughout his career, I have seen Jeff go toe to toe with the most experienced real estate practitioners and have seen firsthand how he has impressed not only his clients, but opposing counsel with his calm, professional demeanor and legal acumen. If you know the law, know what is commercial and have a genuine respect for lawyers on the other side of the table, you can truly promote your client’s interests. These experiences and skills will complement the outstanding lawyers in ACREL.

For a fulsome look at Jeff’s distinguished career, please review his professional resume that is a part of his nomination.

Give Back Requirements

Over the years, Jeff has given back to his profession and the community. One example of how Jeff has used his real estate expertise and legal acumen is the hundreds of hours he has spent over the last decade in his pro bono representation of Theater Under The Stars (“TUTS”). This work involves a proposed \$80,000,000 theater and educational facility in midtown Houston. Often, at the end of a long day, I would be talking to Jeff and instead of going home, he was heading out to negotiate a contract or help settle an issue with this important project. His resume will also give other examples of his civic give back, which often involves using his real estate expertise for pro bono matters.

In previous years, writing and speaking were a normal part of one’s election to ACREL. Jeff has navigated Big Law’s lack of support for those activities nicely and has given back to our profession. First, I have seen him be selfless to other lawyers: he is the first to help train young real estate lawyers or answer a partner’s question. You never heard him ask, “Where do I bill this?” As importantly, he is an active participant in the Houston Real Estate Lawyers Council and has made various presentations to the group. He has written and spoken on real estate matters and I ask you to review his resume and attachments to get a good look at his body of work.

If admitted to ACREL, I am confident he will attend meetings, participate in committees, and provide presentations on select topics that will be well done and helpful to our membership.

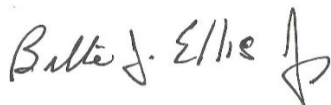
ACREL’s Statement of Professionalism

ACREL needs members who are not only outstanding lawyers, but who are role models for other members and the profession as a whole. Jeff has what Aristotle referred to as phronesis or practical wisdom. While a lofty statement, Jeff not only adheres to ACREL’s Statement of Professionalism, but he transcends it. Over the years, Jeff and I worked shoulder to shoulder on countless projects. I can think of several occasions where we dealt with a lawyer who was elitist, pretentious, pushed the boundaries of being ethical, and was just plain unpleasant. I often found myself exasperated and ready to slam down the phone or say something that would have been unproductive to the deal, but Jeff would take a breath and often diffuse the situation. This approach often helped turn the meeting or negotiation into a productive encounter that otherwise could have been disastrous.

I look forward to addressing any of my statements, opinions, or proclamations about Jeff as needed. Please feel free to reach out to me as needed.

Thank you in advance for your consideration of my nomination of Jeff Smith.

Best,

A handwritten signature in black ink that reads "Billie J. Ellis" followed by a stylized flourish.

Billie Ellis
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