



## Mariel J. Giletto

*Shareholder*

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**Mariel J. Giletto** is a shareholder in Flaster Greenberg's Business & Corporate Department and chair of its Diversity, Equity and Inclusion Committee. Acting as outside counsel and trusted advisor for her clients for more than 15 years, Ms. Giletto works alongside business owners and their C-level managers to develop efficient processes to protect, prevent, and solve the challenges many businesses encounter. Mariel has counseled a range of business from small, local businesses to large, publicly traded companies and start-up businesses.

Mariel represents and advises companies through all aspects of the business life cycle, beginning with business formation, growth and investment strategy including financing and real estate transactions, corporate governance and compliance, to the wind-down and dissolution processes. She has a track record of successful outcomes for her business clients who operate in an array of industries from manufacturing, life sciences and banking to academia and gaming.

Mariel's innate understanding of the day-to-day realities and pressures her business clients face stems from her upbringing in a multi-generational family of entrepreneurs. As a result, she understands that the success of an organization depends on its ability to plan for the future. She combines this life experience with her legal skillset to creatively construct practical solutions to complex legal challenges tailored to suit the client's goals. She offers insights into transactions, develops effective approaches to negotiations, formulates the most productive strategies and uses all resources at her disposal to protect and defend the interests of her clients. Mariel consults with clients to plan ahead of potential problems to avoid the hassle of "cleaning up" after it is too late. Additionally, Mariel is counsel to a growing number of women-owned businesses, and is increasingly representing female business owners taking control of the family business after a traditional patriarchal ownership transitions to the younger generation.

Certain notable client matters and transactions are summarized below.

### Outside Corporate Counsel

### Practice Areas

Business and Corporate Law  
Transportation

### Admissions

New Jersey  
Pennsylvania

### Education

- Villanova University  
School of Law, J.D., 2005
- Federal Tax Clinic
- *Environmental Law Journal*, Member
- Rutgers University, New Brunswick, B.S., Finance, 2002

### Clerkships

The Honorable Steven P. Perskie, Superior Court of New Jersey, Atlantic County, Civil Division, and Cape May County, Chancery Division

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- Advise companies across various industries, including global logistics, supply chain solutions, fleet management, risk management, insurance, financial and banking, real estate development, technology, life sciences, healthcare companies, general contractors, private equity, academic health systems, marketing design industry, special interest and lobbying, and gaming, on all business related and legal issues.
- Advised clients on various aspects of CARES Act, including Paycheck Protection Program and state and federal employee leave requirements.
- General Counsel to a solo entrepreneur in the medical and biotechnology industries in Southern New Jersey.
- General Counsel and advisor to supply chain logistics management companies in Southern New Jersey.
- Advisor to nationally-recognized residential real estate affordable, mixed-use, military and student housing developer.
- General Counsel to various private, family-owned equity investment companies, including advice related to family trusts.

### **Business Transactions**

- Routinely counsel various sized companies through various mergers and acquisitions, including asset and equity interest purchase agreements and advice related to structure, diligence, risk, liabilities, obligations, and financing.
- Acted as general counsel for company in connection with \$400 million private equity investment.
- Represented company in connection with \$90 million equity redemption from private equity owner, including refinancing of existing debt facility and creation of preferred equity interest in company.
- Negotiated and drafted equity investment and acquisition of New Jersey casinos.
- Advise family-owned, leading general contractor business in South Jersey in various private investments in diverse industries.
- Conducted full diligence review for leading academic health system in connection with a potential acquisition.
- Counseled owners of dialysis facilities in drafting and negotiations of documents related to joint ventures.
- Represent companies through issuance of various equity raises, including drafting and negotiating stock purchase agreements and revisions to corporate charters.

### **Gaming**

- Negotiated and drafted equity investment and acquisition of New Jersey casinos.
- Represented Atlantic City property owner in successful application to New Jersey Casino Control Commission for statement of compliance.
- Represent owners of sports wagering facility in connection with New Jersey regulatory approvals and negotiation of online sports betting license agreement.

### **Commercial Real Estate**

- Represented owner of self-storage facilities, including creation of corporate structure and advice related to Reg. D filings.
- Represented the Seller in a \$20 million asset sale of two dialysis facilities to nationally recognized dialysis provider.
- Represented the Seller in the \$20 million asset sale of a nursing facility in Cherry Hill, New Jersey.
- Negotiated and drafted various purchase agreements for land condominium acquisitions in Camden, New Jersey.

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- Advised clients through Garden State Growth Zone (GSGZ) & Urban Renewal PILOT agreement processes.
- Negotiated and drafted Grow NJ tax credit purchase agreements.
- Represented equity investor in entity acquisition of a \$65 million student housing development in Boston, Massachusetts, including purchase, refinancing, and corporate reorganization.
- Represented seller of \$90 million student housing development in Boston, Massachusetts.
- Represented equity investor in acquisition of general partner interest, including full diligence review of various complex real estate investment structures and equity interest documents.

### **Finance**

- Represented joint venture borrower in connection with \$155 million syndicate financing for the construction and operation of office tower commercial space in Camden, New Jersey.
- Represented affordable housing borrower in \$37 million construction financing for mixed-use residential apartment complex in Camden, NJ.
- Counseled client and negotiated \$10 million liquidity support facility in connection with guarantee obligation.
- Represented Borrower/Purchaser in acquisition and financing of \$17 million multi-tenant office building in Camden, NJ.
- Represented Borrower in refinance of existing credit facility \$27 million credit facility and \$8.4 million construction loan amendment.
- Represented company in connection with \$32 million debt refinancing and corporate restructure.

### **Mergers & Acquisitions**

- Represented a veterinary practice in an asset sale to a private equity-backed, large veterinary rollup practice company, which also included lease and employment agreement aspects.

### **Corporate Governance and Compliance**

- Draft formation documents, operating agreements, by-laws, partnership agreements, stock restrictions agreements, buy-sell agreements, and other governance documents.
- Draft and negotiate restrictive covenants, including non-compete and non-solicitation agreements, for C-level employees and owners.
- Draft and advise clients on privacy policies and other various compliance policies.
- Routinely advise boards of directors, board committees, individual directors, stockholders, and members on fiduciary duties, obligations and liabilities, corporate governance and compliance programs, conflict of interest issues, and obligations relating to specific transactions.

### **Corporate Leasing**

- Routinely represent landlords and tenants in the negotiation and drafting of commercial leases, including commercial office space, retail space, and building and rooftop structures, including billboard and rooftop structure leases and all of the commercial retail leases for one of the world's most recognized casino brands.

### **HONORS & AWARDS**

- Voice of Business Award Recipient, Burlington County Regional Chamber of Commerce, 2020

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- Best 50 Women in Business Award Recipient, *NJBiz*, 2019
- "20 Under 40" Award Recipient, *SJBiz*, 2019
- Burlington County Regional Chamber of Commerce and *Burlington County Times*, Class of 2017 Emerging Leaders

*A description of the standard or methodology on which the accolades are based can be found here. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.*

### **PROFESSIONAL AFFILIATIONS**

- New Jersey State Bar Association
  - Chair, Casino Law (May 2012 – May 2013)
  - Officer (May 2010 – May 2013)
- Pennsylvania Bar Association
- Atlantic County Bar Association
- Forum of Executive Women
- National Association of Women Business Owners, South Jersey Chapter (NAWBO-SJ)
  - Former Public Policy Director
- Burlington County Regional Chamber of Commerce
  - Women's Business Network

### **COMMUNITY ACTIVITIES**

- Burlington County Women's Advisory Council
- Rancocas Woods Business Association
  - Chair
- American Red Cross, South Jersey Chapter
  - Former Member, Board of Directors
- Alice Paul Institute
  - Fundraising Planning Committee

### **ARTICLES & ALERTS**

To Hire or Not to Hire: A Difficult Question Made Easier to Answer Courtesy of the Eighth Circuit's Ruling in *CRST v. Swift*

*The Transportation Lawyer* (February 2022)

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What Businesses Need to Know about Piercing the Veil  
(February 8, 2022)