

# Snell & Wilmer

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## **Victor J. Roehm III**

Partner | Portland | Seattle | Los Angeles | Orange County

Tel. 503.443.6110 POR

Tel. 425.748.5055 SEA

[vroehm@swlaw.com](mailto:vroehm@swlaw.com)

## **Main Bio**

Victor Roehm III focuses his practice on commercial and public finance transactions as well as other corporate and real estate transactional matters.

Victor has extensive experience representing financial institutions and borrowers in connection with secured and unsecured loan transactions. His finance experience includes syndicated credit facilities, borrowing base financings, mezzanine loans, real estate secured term and construction loans for office buildings, retail centers, housing developments, hotels and health care facilities, lines of credit and factoring agreements. He advises his clients in connection with loan workouts, restructurings, foreclosures, discounted payoffs and deeds-in-lieu of foreclosure. Victor also has substantial public finance experience including acting as bond counsel, underwriting's counsel, letter of credit bank counsel, borrower's counsel and issuer's counsel on a variety of tax-exempt bond financings.

Victor has also represented corporate and business clients in connection with a variety of transactional matters from entity formation and restructuring to complex mergers and acquisitions. He also regularly represents clients in connection with the acquisition, sale and leasing of real property. Victor has experience representing clients in the highly-regulated healthcare, cannabis and hemp industries.

Victor previously counseled clients on commercial finance and real estate transactions as an associate at Snell & Wilmer from 2005-2012. Just prior to his return to the firm, Victor was a Partner and Co-Chair of the Banking and Finance practice group at Sussman & Shank LLP.

## **Representative Experience**

- Represented a major financial institution and managed a team of lawyers in connection with the restructuring of a \$100 million commercial real estate-secured loan portfolio involving real estate assets in eight different jurisdictions.
- Advised a regional financial institution in connection with a loan to facilitate the transition of ownership from the founder to an ESOP.
- Ongoing representation of a Washington public port district in connection with publicly-issued and privately-held tax exempt bonds and matters related to potential public private partnerships.
- Advised a client in connection with the acquisition of a controlling interest in a global agricultural company and the financing of operations.
- Counseled client on a plan to restructure numerous family-owned farming and ranching business entities to implement a succession plan for the current owners.

- Served on a counsel team on sale and acquisition transactions totaling \$300+ million for a client operating assisted living, memory care and independent care campuses in Washington, Oregon and California. These complex transactions involved sales to a publicly-traded REIT and acquisition of 11 single-tenant, triple net lease properties, and licensed senior housing facilities and 1031 tax-deferred exchanges. The triple net lease replacement properties are medical, industrial and retail properties located in Texas, South Carolina, Virginia, Colorado, Illinois and Arizona. This was a high-level, complex transaction because of the relationship between the health care sales and the tax-deferred exchange acquisitions.
- Advised a client in connection with the sale of a vertically-integrated Oregon cannabis company.
- Represented the principal of an Oregon winery in connection with the restructuring of the lease for the winery's tasting room and related facilities.

## Education

- University of Cincinnati College of Law (J.D.)
  - Fellow, Center for Corporate Law
- Ohio University (B.A., Business Administration, *magna cum laude*)
  - Phi Kappa Phi

## Professional Memberships & Activities

- American Bar Association, Business Law Section
  - Member, Commercial Finance Committee (2014-Present)
  - Chair, Real Estate Financing Subcommittee (2019-Present)
- Oregon State Bar, Real Estate and Land Use Section
- National Association of Industrial and Office Properties
- National Association of Bond Lawyers

## Representative Presentations & Publications

- "[State of Washington Adopts Tax Increment Financing—What Governments and Developers Should Know](#)," Co-Author, Snell & Wilmer Legal Alert (May 17, 2021)
- "[New COVID-19 Relief Bill Adds PPP 'Second Draw' Loans and Modifications to Original PPP](#)," Co-Author, Snell & Wilmer Legal Alert (December 29, 2020)
- "[New Oregon Law Imposes Moratorium on Foreclosures and Notice Requirements on Lenders](#)," Co-Author, Snell & Wilmer Legal Alert (July 20, 2020)
- "[SBA Publishes PPP Flexibility Loan Forgiveness Interim Final Rule and Updated Applications](#)," Co-Author, Snell & Wilmer Legal Alert (June 23, 2020)
- "[Congress Adds More Flexibility to Paycheck Protection Program](#)," Co-Author, Snell & Wilmer Legal Alert (June 4, 2020)
- "[SBA Publishes Loan Forgiveness Interim Final Rule](#)," Co-Author, Snell & Wilmer Legal Alert (May 27, 2020)
- "[SBA Publishes Loan Forgiveness Application for Paycheck Protection Program](#)," Co-Author, Snell & Wilmer Legal Alert (May 18, 2020)

- "[Federal Reserve Expands Main Street Lending Program; New Affiliate Rules May Impact Some Borrowers](#)," Co-Author, Snell & Wilmer Legal Alert (May 1, 2020)
- "[Federal Reserve Announces \\$600B Loan Terms Under New Main Street Loan Facility](#)," Co-Author, Snell & Wilmer Legal Alert (April 9, 2020)
- "OP-ED: Industrial hemp, interstate sales and other cannabis legal issues," Author, Daily Journal of Commerce Oregon (February 7, 2019)
- "Bankruptcy Issues for the Commercial Real Estate Lawyer," Presenter, Oregon State Bar Seminar (December 2018)
- "Exploring Legalized Adult-Use Cannabis in Oregon," Presenter, 2-18 Annual Educational Symposium (October 2018)
- "State and Federal Law Conflicts & Real Estate and Land Use Issues, Up in Smoke? Hoe Spots for Cannabis Businesses," Presenter, Oregon State Bar Seminar (October 2018)
- "The Changing Landscape of Real Estate: Golf Courses, Retail, Shopping Centers, Hospitals and Repurposing the Space," Presenter, American Bar Association (September 2018)
- "Help! My Borrower Abandoned My Collateral! A Case Study," Presenter, IMN Midwest Bankers Conference (September 2018)
- "Cannabis in Oregon – A Legal Overview," Presenter (2018)
- "Fear, Loathing and Legal Marijuana in the Pacific Northwest," Author, National Association of Credit Management Business Credit Journal (November 2017)
- "Legalization of Marijuana and the Challenges it Poses to Real Estate Lenders," Presenter (September 2017)
- "Dazed and Confused: The Changing Legal and Business Landscape for Marijuana in Oregon," Presenter (May 2017)
- "What to Expect When You Are Expecting a SARE Bankruptcy," Presenter, ABA Real Estate Finance Subcommittee Meeting (April 2017)
- "Business Law Basics: Commercial Real Estate Financing," Moderator, American Bar Association (March 2017)
- "Marijuana is Legal: Now What?" Presenter (February 2017)
- "Basics of Swaps for Real Estate Financing," Presenter, ABA Real Estate Financing Subcommittee (September 2016)
- "OP-ED: What will happen when pot businesses go up in smoke?" Author, Daily Journal of Commerce Oregon (January 7, 2015)
- National Business Institute (NBI) Winery and Vineyard Law CLE, Presenter (October 2014)
- "OP-ED: Uncertainty for banks and marijuana-related businesses," Author, Daily Journal of Commerce Oregon (March 12, 2014)
- "Risky business: Landlords need to exercise caution with weed tenants," Author, Portland Business Journal (2014)

## Professional Recognition & Awards

- Oregon Super Lawyers® Rising Stars® (2013-2016)
- The Wiley W. Manuel Award for Pro Bono Legal Services, State Bar of California (2010)

## **Community Involvement**

- Ohio University Alumni Association
  - Oregon Chapter, Board member (2015-Present)
- Columbia Corridor Association
  - Board member

## **Bar Admissions**

- California
- Ohio
- Oregon
- Washington

## **Court Admissions**

- Supreme Court of California
- Supreme Court of Ohio
- Supreme Court of Oregon
- Supreme Court of Washington