



## contact

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As a corporate finance lawyer for over 30 years, I have represented financial institutions and borrowers in financing all manner of projects and acquisitions. In addition, as one of the country's leading experts on Native American Law, I have spent decades bringing Wall Street to Indian Country.

Steve represents institutions in commercial lending, debt securities issuance, tax-exempt lending, workouts, joint ventures, and general business matters. Throughout three decades, he has financed billions of dollars in mergers and acquisitions, project finance, real estate assets, ships, planes, casinos, and steel plants. Steve's work has included securitizations, DIP financings, warehouse lending, indenture trustee representation, 144A offerings, and large-scale syndicated lending.

Widely recognized as one of the country's leading authorities on Indian law, Steve has been involved in many of the largest and most complex financings conducted by and for Native American tribes for casinos, hotels, energy projects, and public works and infrastructure, and also counsels financial institutions, investment banks and hedge funds that are doing business with Indian interests.

Previously, Steve served as the Deputy Chief Liquidating Officer of Lehman Brothers Inc. at the height of the financial crisis, as the general counsel of the Oneida Indian Nation of New York and its Turning Stone Casino Resort, and as a professor of corporate law at St. John's University School of Law. Before joining Carter Ledyard, Steve spent 10 years practicing law at Cravath, Swaine & Moore.

**Experience**

- Represented McIntyre Partners in a financing deal, successfully securing \$100 million.
- Represented the Shingle Springs Tribal Gaming Authority in its \$190 million refinancing of its existing bank loan for its Red Hawk Casino located in Northern California.
- Represented a syndicate of lending banks as well as a group of investment banks on issues of tribal law regarding the Mohegan Tribal Gaming Authority's \$1.9 billion refinancing consisting of a \$500 million private placement bond offering and a \$1.4 billion senior secured credit facility. The proceeds were used in part to fund \$785 million in tender offers for and a \$100 million prepayment of certain other debt of the Authority.
- Represented a Tribe in a \$505 million combined high-yield bond offering and syndicated bank loan, a \$58 million management contract termination and amendments to the Tribe's compact with the state of California.
- Represented a syndicate of lenders in a \$115 million Senior Secured Credit Facility for the Navajo Transitional Energy Company, operator of the Navajo coal mine on the Navajo Nation reservation.
- Represented KeyBanc Capital Markets in bringing the Navajo Nation's \$52.9 million investment-grade rated tax-exempt general obligation bonds to market. This was an unsecured full faith and credit issuance by the Nation and not tied to gaming, was unique among tribal financing transactions and The Native American Finance Officers Association (NAFOA) awarded its Deal of the Year Award to this groundbreaking bond issuance.
- Acted as Native American Law counsel to the financial institutions involved in Mohegan Sun's 2015 \$85 million offering of Senior Notes, \$95 million amendment to its Senior Secured Credit Facility and partial redemption of \$175 million of its 11% Senior Subordinated Notes.
- Represented KeyBank, N.A. and KeyBank Government Finance in several loans to the Navajo Nation, including a \$60 million term loan refinancing, a \$2.3 million emergency loan financing for water infrastructure and a \$6.8 million term loan.
- Represented Credit Suisse and other investment banks in multiple refinancings of a Tribe's \$1.7 billion in debt.
- Represented a Tribe in a \$160 million high-yield bond offering for casino expansion.
- Represented JP Morgan in a \$230 million offering of investment grade notes used to construct a new hotel and other resort amenities.
- Represented Merrill Lynch in a \$160 million syndicated bank loan to build a destination resort casino complex in Alabama.
- Represented a Tribe in a \$310 million high yield, tax-exempt and secured bank loan facility to finance a major expansion of its resort.
- Represented JP Morgan Securities in connection with a \$60 million letter-of-credit-backed variable rate debt offering used for equipment and capital expenditures.
- Represented KeyBank in a \$60 million Build America Bond transaction, the first large-scale loan to be governed solely by tribal law and tribal courts. This transaction was awarded the "Deal of the Year" award in 2010 by the Native American Finance Officers Association (NAFOA).
- Represented the investment bank in a \$170 million follow-on issuance of investment grade bonds, including a consent solicitation of holders of previously issued tax-exempt bonds.
- Represented Merrill Lynch in a \$58.5 million series of tax-exempt and taxable issuances of debt for expansion and infrastructure improvements.
- Represented a real estate developer of a planned \$700 million phased gaming and entertainment destination in an environmentally sensitive area, in partnership with an Indian nation, and negotiation of development and management agreements.
- Represented the developer of a planned \$500 million project to convert a San Francisco Bay naval base into an urban Indian gaming facility and resort complex.
- Represented a bond insurer in connection with a \$140 million high-yield bond offering.
- Represented CIBC World Markets in connection with a \$200 million term loan and \$20 million revolving loan for the acquisition of the Reno Hilton Hotel and Casino by Grand Sierra Resorts.

- Represented the investment bank in a proposed \$350 million high-yield bond offering to construct a casino and resort facility in Northern California.
- Represented a Tribe in efforts to refinance more than \$300 million in senior notes approaching maturity.
- Represented a syndicate lender in its participations in a \$230 million senior secured credit facility for the Tulalip Tribes of Washington.
- Represented a \$1.2 billion revolving credit facility for the Mohegan Tribal Gaming Authority.
- Represented a \$700 million senior secured term loan to the Seminole Tribe of Florida and a \$900 million senior secured revolving loan to Wynn Las Vegas LLC.

## Prior Experience

- Partner, Corporate Department, Dentons
- Co-chair, Native American Practice Group, Hughes Hubbard & Reed
- Senior Associate, Cravath, Swaine & Moore
- Teaching Fellow, Harvard Law School Program on Negotiation

## Presentations

- Presented on "The American Indian as Irishman: The Lost Connection," at the Consulate General of Ireland in New York City on June 12th, 2018.
- Steve spoke on October 19, 2016 at Columbia Law School's symposium "Environmental Justice: What's Race Got To Do With It?," sponsored by the *Columbia Journal of Environmental Law* and the *Columbia Journal of Race and Law*.
- Steve participated in the *Albany Government Law Review's* "Native American Law in the Modern Era" program on March 10, 2016 at Albany Law School.
- Steve spoke at the 17<sup>th</sup> Annual D.C. Indian Law Conference sponsored by the Federal Bar Association on November 10, 2015, giving a presentation on the ethical issues involved in tribal economic development.
- Panelist, Cornell Law School, *Tribal Economic Development Action Summit*, February 27-28, 2015.
- Participant, Harvard Kennedy School of Government, *Harvard Forum on Major Development Projects On and Near Indian Lands: Best Practices in Tribal-Corporate Relations*, May 16-17, 2013.
- Steve has also lectured on American Indian Law at at Yale, Harvard, University of Pennsylvania and Columbia law schools.
- Steve has several times spent two days on a *pro bono* basis teaching Federal Indian Law for the California Tribal College's Certificate Program in Tribal Leadership and Governance, a cooperative effort of more than 50 leading California tribes and native organizations.

## Practices

Corporate  
Banking and Commercial Lending  
Capital Markets and Leveraged Finance Practice  
Corporate Trust

## Admissions

### Bar Admissions

New York  
Oneida Indian Nation of New York

### Court Admissions

U.S. Supreme Court

## Affiliations

Member, Federal Bar Association

Indian Law Section

Member, New York City Bar Association

Associate Member, Tribal In-House Counsel Association

## Education

Harvard Law School (JD, *cum laude*)

New York University (BA, *magna cum laude*)

- Politics and Philosophy

## Awards/Honors

*The Best Lawyers in America*® in Native American Law, 2007-2024

*Super Lawyers*®, 2016-2023

*Chambers USA* in Native American Law, 2006-2019