







Alexandra Hutchinson

Associate

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Alex Hutchinson assists businesses in a wide range of corporate transactional matters. She reviews, drafts, and negotiates a variety of contracts, in addition to advising on issues related to mergers and acquisitions, corporate governance and formation, and partnerships. Alex has a background in securities and business litigation, giving her a unique perspective into how businesses operate and the protections needed to avoid disputes.

Before attending law school, Alex worked as a financial representative and obtained her Series 6 and Series 63 licenses. She also served as a teaching fellow in Denver Public Schools through AmeriCorps.

Professional Activities

- Miller Nash Pro Bono Committee, Member
- Multnomah Bar Association, Member
 - Young Lawyers Section
 - Service to the Public Committee, Member, 2022-present; Chair, 2023-2024
 - Imprint Program Volunteer, 2022-present
- Oregon State Bar, Member
- Oregon Women Lawyers, Member
- Washington State Bar, Member
- American Bar Association, Member
 - Young Lawyers Division, Member
 - Forum on Franchising, Member

Civic Activities

- Coos Bay Oregon Law Center/Central Oregon Legal Aid Services of Oregon (LASO), Miller Nash Expungement Clinic Pro Bono Attorney, 2022-present
- Blanchet House, Emerging Professionals Board, 2023-present
- Youth Villages, Ambassador Board Member, 2022-present
- Lewis & Clark Small Business Legal Clinic, Pro Bono Attorney
- Willamette University College of Law
 - Mentor, 2020-present
 - Racial Justice Task Force, Member, 2020-2021

Education

J.D., Willamette University College of Law, 2020

- Phi Alpha Delta Law Fraternity
- Business Law Certificate
- Fellow, Business Lawyering Institute
- Symposium Editor, *Willamette Law Review*
- Executive Editor, *Willamette Journal of International Law & Dispute Resolution*
- Board Member, Moot Court

B.S., Portland State University, economics, 2014

Bar Admissions

Oregon, 2020
 Washington, 2022
 Idaho, 2023

Court Admissions

U.S. District Court, District of Oregon, 2020

Representative Experience

Sports, Entertainment & Media

- Prepare various equity raising documents, notes, warrants and shareholder agreements for viral YouTuber's company, including Series Seed-2 Preferred and Series A Preferred offerings.
- Prepare licensing, service, sponsorship, and other agreements for YouTuber's company.
- Assist leading multimedia talent management company with formation of and investment in a number of startups.
- Advise TikTok fashion influencer on a variety of partnership agreements.
- Draft college athlete NIL agreements.

Mergers & Acquisitions

- Represented fitness studio franchisor in acquisition of competing franchise system.
- Assisted composites company in sale of its subsidiary for \$35 million.
- Assisted shareholders in sale of marine construction business for \$18 million.
- Assisted waste removal franchisor in acquisition of six franchise locations for \$20 million.
- Assist real estate franchisor in acquisitions of various franchisee businesses.

Business & Corporate

- Advise a wide range of entities and individuals in corporate formation, organization and drafting matters, including preparation of operating agreements and bylaws, shareholder and voting agreements, stock/unit purchase and sale agreements, promissory notes and security agreements, warrants, consents and resolutions, equity incentive plans and grants, and various service agreements.
- Assisted machine learning product company in conducting \$25 million Series C Preferred Stock offering.
- Prepared and negotiated agreement for higher education institute establishing a new graduate program for nurses.

Alcoholic Beverage

- Assist international cruise line company with multi-state liquor licensing.
- Provide counsel to corporate clients on a wide range of compliance and permitting issues, including cannabis, hemp, and liquor.
- Represented wine collective with formation and sale of ownership units.

Securities

- Review and draft required and voluntary reports for public companies, including disclosures on Form 8-K, Form 10-K and transaction-related disclosures.
- Prepare legal opinions for Rule 144 restricted stock sales.
- Assist multiple banking clients with annual proxy season and prepare related documents.

Publications

- "SEC Rule Amendments on Insider Trading Arrangements," Miller Nash, *Bank Law Monitor* (Dec. 2022)

Personal Activities

Alex was born and raised in Boise, Idaho. She has been in Oregon for over a decade and enjoys exploring everything the Pacific Northwest has to offer. Outside of work, she is an avid skier, lifelong ballet dancer, occasional half marathon runner, novice mountain biker, and self-proclaimed craft beer connoisseur.