



Danielle Hunt

Partner

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“Efficient, effective, hardworking, and reliable. I provide outside counsel that looks and feels like part of your inside team. I am an out-of-the box problem-solver who enjoys coming up with practical and elegant solutions to tricky legal problems. I have a true desire to understand clients’ businesses, pinch-points, and goals, and I know I have done something right when clients call with unexpected emergencies, to share well-deserved business successes, or just to kick the tires on a new idea.”

Danielle Hunt assists clients throughout the Pacific Northwest to meet their corporate, transactional, and regulatory compliance needs at all stages of a company’s lifecycle. Danielle’s practice focuses on business formation, mergers and acquisitions, commercial transactions, and corporate governance for profit and nonprofit clients.

Danielle advises clients on all manner of corporate transactions, such as the purchase and sale of businesses, structuring and overseeing key transactions, drafting and negotiating contracts and documents, coordinating due diligence efforts, assisting with licensing agreements, and providing business and strategic advice. She also serves as outside legal counsel to some of the region’s major financial institutions in the area of vendor management, including vendor contract review and negotiation.

Danielle also assists clients in highly regulated industries, in particular, financial institutions, cannabis, alcoholic beverages, and healthcare. She helps clients navigate ever-evolving legal challenges, regulatory uncertainty and change, and new market growing pains. Her unique experience in this area means that she is frequently called on to structure, draft, and negotiate merger and acquisition transactions, as well as key strategic agreements relating to complex state and federal matters in these regulated industries.

For clients in the cannabis industry, Danielle advises on a wide variety of legal matters surrounding cannabis, marijuana, industrial hemp, and CBD—specifically matters related to transactional, regulatory, compliance, mergers & acquisition, and ownership issues. She also assists in the preparation of

Education

J.D., Seattle University,
2009

- Note and Comment
Editor, *Seattle
University Law Review*

B.A., University of
Montana, journalism,
2004

Bar Admissions

Washington, 2009

cannabis-specific policies for ancillary business (including financial institutions) and assists landlords, intellectual property companies, manufacturers, and investors in structuring and documenting strategic business relationships with cannabis-related companies.

Danielle serves as partner-in-charge of the firm's Seattle, Washington office.

Professional Activities

- Seattle University Law Alumni Board, Member, 2024-2025
- King County Bar Association, Member
- Washington State Bar Association, Member
- American Bar Association, Member

Representative Experience

Mergers & Acquisitions

- Represented fitness and wellness company in a series of franchise acquisitions. The company has over 200 franchise studios and an online-workout streaming-subscriber base in 100+ countries.
- Represented company in the sale of their franchise cabinet shelf business. This deal was unique due to a number of factors, including an expedited timeframe and multiple stakeholders. Our team interfaced with stakeholders, including the lender, and negotiated terms of small business lending, franchiser review, and specific regulatory requirements. The agreements were negotiated, reviewed, and signed in under 2 weeks and the deal ultimately closed within a month.
- Served as local counsel to a leading gift card and payments company in its acquisition of a global provider of gift and prepaid card solutions with retail partners in over 80 countries. Advised on corporate and M&A matters specific to Washington State law.
- Represented foreign company in a multimillion-dollar asset acquisition of two U.S.-based vehicle dealerships and real estate. Led multi-disciplinary team including real estate and finance team members.
- Represented professional engineering firm in a multimillion-dollar merger transaction. Representation involved negotiating and drafting merger transaction documents, regulatory assistance involving professional licensure, and coordinating due diligence efforts.
- Represented company in a multimillion-dollar merger of a management service company with a multistate operating cannabis company. Negotiated, drafted, and closed complex transaction on an abbreviated timeframe.
- Represented warranty company in transaction involving sale of majority equity stake. Transaction involved strategizing and successfully executing F reorganization of company prior to sale.
- Represented major internet company in a multimillion-dollar sale of a data facility in central Washington State, involving structuring, negotiating, and drafting transaction documents and successfully navigating closing of transaction.
- Represented major health-care system in western Washington State in internal consolidation of subsidiary and affiliate entities. Transaction included guidance relating to, and successful navigation of, regulatory compliance issues and considerations resulting from consolidation.
- Represented seller in the sale of a western Washington cannabis retail business. Structured, negotiated, and documented a multimillion-dollar transaction which included multiple retail locations, the sale of real estate, and the transfer of leasehold interests.
- Represented seller parties in a multi-party and multi-step sale of producer and processor business and related equipment, including documentation of complex intellectual property licensing agreement.

- Represented buyer in a multi-step sale transaction involving sale of equipment and leasehold interest of cannabis producer/processor, including an option agreement covering potential later purchase of cannabis license. Representation also included advice and guidance related to licensing status and ongoing regulatory enforcement action relating to license.
- Served as local Washington State counsel for buyer in a complex, multimillion-dollar reserve takeover of a publicly traded cannabis company. As local counsel, representation included handling of state specific due diligence and Washington specific representations and warrants from seller.
- Represented seller in the sale of a Snohomish County, Washington cannabis producer and processor business. Structured and drafted transaction documents and successfully navigated related regulatory issues surrounding seller financing. Also handled related transfer and documentation of updated lease.
- Represented Washington cannabis-related company in regard to partnership dispute and related redemption of ownership interests. Representation included structuring and drafting of complex redemption agreement.

Regulatory

- Represented a company in their pursuit to purchase a cannabis retail operation out of a receivership estate. This matter involved a number of other potential buyers and required complex negotiations with the receiver in order to provide protections to our client. This project was unique because it involved debtor-creditor issues. The purchase was completed on terms favorable to our client.
- Provide ongoing guidance to financial institutions considering expansion of services to cannabis-related businesses, including preparation of internal policies and procedures relating to provisions of services to cannabis industry participants and reviewing and revising cannabis-specific customer agreements and related documents.
- Provided regulatory guidance and advice to online service provider relating to software compliance platform and solution for financial institutions providing services to cannabis companies.
- Represented cannabis producer in seizure of packaging materials by U.S. Customs and Border Patrol. Assisted with the successful return of seized packaging materials and avoidance of fines.
- Represented numerous parties in navigating regulatory issues involving ownership of cannabis-related businesses, including the structuring, drafting, and vetting of documents with regulators to affect future transfer of ownership interests.
- Assisted client in responding to regulatory inquiry regarding “true party of interest” matter. Successfully handled communication and factual background documentation, leading to “no-action” determination by agency.
- Assisted in successful petition to appoint a general receiver over cannabis producer/processor company, including handling of, and interface with, Washington State regulators regarding issues relating to receiverships of cannabis companies.
- Reviewed cannabis company website, product descriptions, and labels for compliance with Washington State law and potential U.S. Food & Drug Administration compliance issues.
- Provide continuous guidance and assistance to multiple cannabis companies in review of product labels and other descriptive information for compliance with Washington laws and regulations.
- Regularly provide guidance to clients relating to issues surrounding shipping, import, and export of hemp and hemp-derived CBD, including communications with the United States Postal Service.
- Provided regulatory guidance with respect to marketing activities and event participation for cannabis companies and related intellectual property companies. Representation included review and guidance with regard to advertising content, use of social media, advertising placement, permitted events, permitted event locations, and permitted event activities.
- Member of regulatory team that assisted client in successfully navigating licensing, permitting, and compliance issues relating to opening of experiential brewery facility.

- Assisted client in researching and understanding U.S. alcoholic beverage shipping regulations and compliance issues throughout the United States and developed shipping strategies to meet their business goals.
- Provided preliminary assistance to seller in the structure and negotiation of potential multimillion-dollar sale of Washington State winery. Representation included counsel, guidance, and coordination of due diligence efforts.
- Advised multiple beverage clients on legal status regarding hemp and CBD-infused alcoholic beverages and assisted clients in strategizing potential production of the same.
- Represented purchaser in the negotiation and documentation of transaction to purchase a western Washington micro-brewery.

Nonprofits

- Represented new private school with all aspects of nonprofit entity formation, including filing articles of incorporation with the Secretary of Washington State and helping the entity with adoption of bylaws, board formation, and applications to the IRS. Support also included nuanced real estate issues as our client purchased the rights to the remainder of the existing school lease and existing assets which required entering into a new asset agreement.
- Represented Pacific Northwest nonprofit organization in affiliation with another local nonprofit. Representation included coordination of due diligence and review of complex real estate holdings. Led deal team in the negotiation, drafting, and closing of complex affiliation agreement that included complex corporate governance and nonprofit organizational considerations.

Publications

- “Federal District Court Issues Nationwide Injunction Barring Enforcement of the Corporate Transparency Act—Companies ‘Need Not Comply’ with the January 1, 2025 Reporting Deadline,” Miller Nash LLP (Dec. 2024)
- “The Corporate Transparency Act Update: What Businesses Need to Know and How to Comply with FinCEN Regulations,” Miller Nash LLP (Oct. 2024)
- *The Turbulent History of Cannabis Regulatory Enforcement in Washington State*, 31 Cornell J.L. & Pub Pol’y 121 (Fall 2021)
- “Chapter 28: Securities Laws Aspects of Partnership and Limited Liability Company Syndications,” Washington State Bar Association, Washington Partnership and Limited Liability Company Deskbook, coauthor (2020)
- “A Tale of Two Countries: Does Canada’s Legalization of Cannabis Give it the First Mover Advantage in Franchising,” Franchise Law Journal (2019)
- “The STATES Act—A Solution to the Cannabis Banking Problem on the Horizon?” Miller Nash Graham & Dunn, *Bank Law Monitor* (June 2018)
- “Update: DOJ Rescinds the Cole Memo—FinCen Guidance Still in Effect, For Now...,” Miller Nash Graham & Dunn, *Bank Law Monitor* (Feb. 2018)
- “DOJ Rescinds the Cole Memo—What It Means for Your Financial Institution,” Miller Nash Graham & Dunn, *Bank Law Monitor* (Jan. 2018)
- “The Tension Between Financial Institutions and Recreational Marijuana Businesses,” Miller Nash Graham & Dunn, *Bank Law Monitor* (Feb. 2017)
- “Updates and Additions to Washington’s Limited Liability Company Act,” Miller Nash Graham & Dunn, *Bank Law Monitor*, coauthor (Jul. 2015)
- “Keeping the “Limited Liability” in Your Limited Liability Company,” Miller Nash, *News You Can Use* (June 2013)
- “Shifting Standards: Washington’s Regulation of Nonsurgical Cosmetic Procedures,” *Washington Healthcare News* (Oct. 2011)
- “Barriers to Care Removed, but State Obstacles Still in Place: The Future of Telemedicine in Washington State,” *Washington Healthcare News* (Nov. 2010)

- “Know Your Rights: A Legal Guide for People Living With Multiple Sclerosis,” National Multiple Sclerosis Society & Washington Appleseed Center for Law in the Public Interest (2008)
- “Recent Litigation Puts Fair Market Value of Physician Compensation Under The Microscope,” Miller Nash, *News You Can Use* (Nov. 2008)

Presentations

- “Understanding the Corporate Transparency Act,” Vinoble Group (May 2024)
- “Transitioning Ownership of Liquor and Cannabis Licenses in WA and OR,” International Business Associates (IBA), Legal Symposium (Mar. 2024)
- “Legal and Regulatory Outlook,” Shield Compliance, Shield Client Connect (Oct. 2023)
- “W-15: Recent Developments in Cannabis and CBD Franchising,” American Bar Association, 45th Annual Forum on Franchising: Anchors Aweigh, copresenter (Nov. 2022)
- “Paralegals Role in Mergers and Acquisitions,” Lorman Education Services (June 2021)
- “Cannabis Banking: The Time Is Now,” Washington Bankers Association, 2019 Bankers Convention (July 2019)
- “Understanding and Negotiating Vendor Terms That Can Bite,” Initiative Accelerator (Jan. 2019)
- “Emergency Preparedness For Your Business,” Initiative Accelerator (Jan. 2019)
- “Business Law for Paralegals,” Lorman Education Services (Feb. 2018)
- “The Regulation of Medical Spas in Washington: Practice, Ownership, and Marketing Considerations,” Washington State Bar Association CLE Seminar, Critical Issues in Health Care (June 2012)

Recognition & Honors

- Selected for inclusion as a Washington Super Lawyer—Rising Stars, 2016-2021

Personal Activities

Outside the office, Danielle enjoys spending her time exploring the Pacific Northwest with her husband and two children. An avid fan of musical theater, Danielle shares her love of music with her children and thoroughly enjoys family karaoke nights. Raised in Montana, Danielle frequently travels to Big Sky Country to visit family and loves spending time in and around Missoula.