



CHERYL VINALL DENNEY
SHAREHOLDER AND
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BIOGRAPHY

Cheryl Vinall Denney's practice concerns advising and representing public and private companies in all phases of their business existence, including the formation and structuring of new companies and joint ventures, negotiation of credit agreements and other business contracts, asset acquisitions, private equity investments, mergers, acquisitions and other forms of business combinations and reorganizations, divestitures and dissolutions.

She has particular expertise assisting private companies in raising capital, whether it be through angel investors, private equity funds, traditional lenders, or tax credits and other forms of government incentives. Clients value her approachable style, understanding of legal and business issues from all perspectives, ability to make legal and financial concepts understandable to non-experts, and her capacity to "think outside the box" in developing solutions to both day-to-day and complex business challenges.

Cheryl's practice in the area of government incentives has led to a specialty in general economic development law, community development finance, and structuring private equity transactions to qualify for tax incentives, including New Markets Tax Credits (NMTCs), state and federal historic rehabilitation tax credits, 48C credits, Oklahoma Quality Jobs rebates and the Oklahoma Pooled Finance Program.

She also works with private equity fund sponsors and their investors in the formation of the private equity funds and subsequent investments by the funds in portfolio companies.

Additionally, Cheryl represents sports and entertainment clients in their business and legal needs. She serves as outside general counsel to the Oklahoma City Thunder NBA franchise and counsels on a project-by-project basis with other professional sports teams in Oklahoma. Cheryl currently serves as co-leader of the firm's Sports Industry Group.

Cheryl has played a key role in a significant number of high-profile commercial projects throughout Oklahoma. Notable projects include: leasing of the Chesapeake Energy Arena in Oklahoma City by the Oklahoma City Thunder; financing of the Tulsa Cancer Institute, an 86,000 square foot facility in Tulsa, Oklahoma; and redevelopment of the historic Skirvin Hilton Hotel in Oklahoma City and the historic Mayo Building in Tulsa, Oklahoma.

Prior to joining McAfee & Taft in 2003, Cheryl was a corporate associate in the New York office of Paul, Weiss, Rifkind, Wharton and Garrison, an international law firm that concentrates in corporate law and litigation. While in law school, she completed internships with the United States Trade Representative's Office and LG Group, South Korea's second largest conglomerate.

Cheryl's achievements have earned her inclusion in *The Best Lawyers in America* (securities and capital markets law) and *Oklahoma Super Lawyers'* list of "Oklahoma Rising Stars," which recognizes the state's top up-and-coming attorneys.

REPRESENTATIVE EXPERIENCE

- Representation of various community development entities, project sponsors, tax credit investors and leverage lenders in New Markets Tax Credit financings for projects valued in excess of \$500 million in the aggregate.
- Ongoing representation of the Oklahoma City Thunder NBA franchise as outside general counsel.
- Ongoing representation of Dupré Energy Services, LLC, a diversified company with 19 locations in eight states that provides specialized rental and inspection and certification services to the onshore and offshore oil and gas industry.
- Ongoing representation of the Lake Texoma tourism redevelopment project, primarily in efforts to obtain economic incentives from state and local government entities.
- Represented Global Gaming Solutions, LLC, a subsidiary of the Chickasaw Nation, in its acquisition of Lone Star Park, a horseracing track located in Grand Prairie, Texas, from Magna Entertainment Corp. through a complex bankruptcy auction.
- Represented Oklahoma City-based investor group in the acquisition of the Oklahoma City Thunder NBA franchise and Seattle Storm WNBA franchise, subsequent sale of the Storm WNBA franchise, acquisition of the Tulsa 66ers NBA Development League franchise and relocation of the franchise to Oklahoma City.
- Represented i2E, Inc., a non-profit entity, in the formation of an early-stage seed capital fund focusing on investments in Oklahoma-based technology companies.
- Former outside general counsel to multi-million dollar “destination club” with properties and developments in the United States, Mexico, Bermuda, and various Caribbean and Latin American countries.
- Represented MROTC Development Partners LLC, the developer of a maintenance, repair, overhaul and technology center at Tinker Air Force Base, in matters related to the formation and governance of various joint ventures and other entities related to the project.
- Represented First United Bank & Trust Company in its acquisition of Southwestern Bank and Farmers & Merchants State Bank of Krum.
- Represented private equity funds with aggregate commitments exceeding \$2 billion in the formation of funds and subsequent private equity investments.
- Represented Time Warner, Inc. in its \$58 billion bid for AT&T Broadband, \$9.8 billion restructuring of its partnership with Comcast and AT&T, and restructuring of Time Warner Entertainment, the subsidiary through which it holds HBO, Warner Bros. and Time Warner Cable.
- Represented USA Networks, Inc. in its \$500 million acquisition of publicly-held Styleclick.com, Inc. and subsequent “going private” transaction.
- Represented Special Committee of the Board of Directors of VitaminShoppe.com in “going private” transaction.
- Represented owners of Robinson Lerer & Montgomery, LLC, a 130-person public relations company based in New York City, in the sale of the company to Young & Rubicam, Inc.

ADMISSIONS

- New York, 2000
- Oklahoma, 2004

EDUCATION

- J.D., Georgetown University, 1998; Assistant Book Reviews and Symposium Editor, *Georgetown University Law Review*
- B.S., *cum laude*, Oklahoma Baptist University, 1995

PROFESSIONAL ORGANIZATIONS AND MEMBERSHIPS

- Oklahoma County Bar Association
- Oklahoma Bar Association