

Steve Schram

Partner

Washington DC
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Education

- Georgetown University Law Center, JD, *Cum Laude*
- The Wharton School of the University of Pennsylvania, BS, *Magna Cum Laude*

Practices & Industries

- Real Estate
- Corporate
- Trusts & Estates

Admitted to Practice

- District of Columbia

Biography

Steve has a broad range of real-world finance and accounting experience gained through roles as an audit staff member with Ernst & Young and during a four-year engagement as COO, CFO, and general counsel to Washington DC's largest furniture retailer. This experience, coupled with over 40 years in private law practice, makes Steve a go-to business, real estate, and transactional attorney for entrepreneurs and small to middle-market businesses.

Steve focuses his practice on business, commercial transactions, corporate, and real estate matters and has extensive experience in negotiating, structuring, and documenting a broad range of complex transactions, including business and entity formations. This includes the development of capital and governance structures for corporations, joint ventures, partnerships, and limited liability companies; sales and acquisitions of business entities and business assets; acquisitions, sales, leasing, and financing of real estate assets; and secured and unsecured financing transactions.

Steve also has deep experience in other areas affecting business entities, including structuring and negotiating a broad range of business contracts, executive employment contracts and executive compensation arrangements, service agreements, licenses, and management agreements.

For organizations that either don't have in-house counsel or require an outside resource to complement their in-house capabilities, Steve serves as an integral part of their team.

Bar Associations

- District of Columbia Bar Association

Representative Experience

- Represented a developer in two related lawsuits involving a tenants association's assignment of its rights under the DC Tenant Opportunity to Purchase Act (TOPA) to purchase a $40 million high-rise residential apartment building. Successfully negotiated a court-approved settlement of the lawsuits that resulted in the assignment of the tenants association's TOPA rights to another developer in return for a significant payment to our client.
- Restructured a client's real estate holdings, which included a lake, underground caverns, a museum, commercial and industrial property, Civil War battlefield relics, and property zoned for residential development, so that the land could be developed efficiently without damaging the cultural, historical, and personal significance of the other properties.
- Assisted one of the oldest family-owned-and-operated commercial real estate firms in Washington DC in acquiring the final parcel in an eight-parcel redevelopment project and in structuring the underlying site ownership to enable the separate development and construction of the worldwide headquarters of the world's largest hotelier, including a 700,000-plus square foot office building and an underground 800-plus parking space garage, through a joint venture with a national office developer as well as the construction and management deal of an adjacent hotel—all in a deal valued at $600 million. Assisted with organizational structuring and land transfers to ensure the most tax-efficient assemblage and ownership structure and assisted in the negotiation of the joint venture and financing structures, the hotel development and management relationships, and the office lease.
- Represented a minority owner of a substantial Washington DC suburban office building complex whose real estate interests were embroiled in a massive legal dispute between several people who sought control over the office building complex. Found a resolution that ended the litigation, established a clear management path for the office building complex, and allowed the client to maximize the cash flow from and the value of his ownership interest in the office complex.
- Represented a group of individuals that had assembled many marina-related parcels with the objective of developing, owning, and operating a deep-water marina, hotel, office, and retail complex in the Florida Keys. Negotiated a complex joint venture arrangement that brought development expertise to the project, a substantial equity infusion, first mortgage, and mezzanine financing while minimizing the client's ongoing risks in the project.
- Represented the owner of multiple automobile dealerships in the sales and acquisitions of single and dual-branded dealerships, including negotiation of the asset purchase agreement, due diligence, financing documentation, workouts

of existing and contingent liability scenarios, and separate operating and real estate organizational structuring to accommodate strategic plans, including alternative cash flow distribution scenarios based on performance.

- Represented the seller in a very large asset sale involving multiple automobile dealerships. The purchaser was a large publicly held company. The transaction involved significant due diligence efforts; complex transfers of assets and financing arrangements; multiple lease and sublease transactions; and a complex transition of operations to the purchasing entity, including multiple operating contract assignments.

Prior Experience

- Shapiro, Lifschitz & Schram, Managing Principal and Co-President
- Marlo Furniture, Senior Vice President, COO, CFO, and General Counsel
- Finley, Kumble, Wagner, Heine, Underberg, Manley, Meyerson & Casey, Partner
- Danzansky, Dickey, Tydings, Quint & Gordon, Attorney
- Ernst & Young, Auditor

Selected Community Activities

- Joan Hisaoka “Make a Difference Gala,” Former Executive Committee Member and Counsel
- Anti-Defamation League, National Commissioner and Global Leadership Council Member
- Anti-Defamation League, Washington DC Region, Former Board Chair and Former Governance and Development Chair
- Sulam, Former Board of Directors Member, Scholarship Committee Member, Treasurer, and Finance Committee Chair
- University of Pennsylvania, Mid-Atlantic Region, Former Advisory Board Member

Selected Honors

- *The Best Lawyers in America*®: Real Estate Law, 2019, 2021, 2025–2027
- Selected to *Super Lawyers* Washington DC: Business & Corporate, Real Estate, Mergers & Acquisitions, 2008–2009, 2013–2026
- Sulam, Visionary Award, 2024
- Anti-Defamation League, Person of Achievement Award, 2013

Selected Media

- Law360 Pulse, "Inside Barclay Damon's 'Almost Too Good to Be True' Merger"
- *National Law Journal*, "Barclay Damon Combines With DC-Based Shapiro, Lifschitz & Schram"
- NYU School of Professional Studies, 37th Institute on Federal Taxation, “Death of a Partnership”