



S. Leigh
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PARTNER

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Bo Rodenbough focuses his practice on litigation of complex interest rate swap and other financial services, construction, real estate, professional malpractice, business tort and contract disputes. He also represents owners, developers and lenders in complex commercial real estate transactions.

LITIGATION

Bo has a deep background in litigation, with specific experience in financial services, construction and contract and businesses tort litigation.

Since the credit crisis in the fall of 2008, Bo has been heavily involved in the restructuring, unwinding and litigation of interest rate swaps and other derivatives for real estate developers and other commercial, institutional and governmental clients. He has also counseled owners and developers, but sometimes lenders as well, in the workout of distressed real estate financing, including debt restructuring, non-judicial settlements, forbearances, foreclosures and guaranty obligations.

Bo has long worked with real estate construction and development clients in the prosecution and defense of claims by and against owners, lenders, subcontractors and suppliers involving the construction of schools, jails and other governmental buildings, multifamily projects and office and retail buildings. He also counsels owners and developers in the workout and litigation of distressed real estate projects, including the partitioning of properties, the dissolution of business entities and associations, and disputes involving development, leasing and property management contracts. Bo has also been involved in a number of complex land title and boundary line disputes and represents taxpayers in the prosecution of property tax valuation appeals.

Bo has litigated complex contract and business tort disputes in the state and federal courts of North Carolina and across the United States. Bo's experience in this area includes ERISA class action, covenant not to compete, breach of environmental and other warranties, purchase price adjustment, intellectual property and trade secret cases.

Additionally, Bo successfully defends accounting, law, engineering and surveying clients in professional malpractice litigation in the state and federal courts of North Carolina and surrounding states. He also represents those professionals in defense of complaints filed with or by professional licensing boards.

"I pride myself on working with clients to accomplish their goals. I think that's what Brooks Pierce is really about – not just being a mouthpiece, but being a counselor at law."

COMMERCIAL AND MULTIFAMILY REAL ESTATE

Bo has long served as counsel to developers, builders and owners over the lifespan of projects, including the acquisition, development, construction, municipal entitlement, management, operation and sale of multifamily, commercial office, medical, mix-use and planned residential and resort developments. In the course of those projects, he provides advice and assistance on joint venture and other entity documentation, due diligence activities, contract negotiations and documentation, the imposition of easements and restrictions, the formation and governance of property owners associations and compliance with environmental, land use and other regulatory requirements, including the federal Interstate Land Sales Full Disclosure Act and state land sales regulations.

COMMERCIAL REAL ESTATE FINANCE

Bo advises clients on numerous types of debt and equity financing for their projects, including construction, permanent and mezzanine loans, participating financing and institutional joint venture investments and securitized mortgage and life insurance lender loans. He also works with clients in obtaining and closing on a variety of government-backed loans, including SBA and HUD financing.

TAX-FREE EXCHANGE

Bo works with the Firm's clients in the acquisition and disposition of income-based properties in tax-free exchanges under Section 1031 of the Internal Revenue Code. His work in this area includes the structuring and implementation of deferred, reverse and build-to-suit exchanges, as well as the formation and divestiture of tenant-in-common ("TIC") exchanges.

SERVICES

Corporate & Business
Complex Business Litigation
Construction & Development
Construction Litigation
Federal Litigation
Land Use & Zoning
Litigation
Mergers & Acquisitions
Mediation & Arbitration
North Carolina Business Court
Professional Liability Litigation
Real Estate

CREDENTIALS

Clerkships

Law Clerk to the Honorable Dickson Phillips, U.S. Court of Appeals, 4th Circuit, 1980-81

Honors & Recognitions

Recognized in *Chambers USA: America's Leading Lawyers for Business* in Real Estate (2018-2019)

Recognized in *North Carolina Super Lawyers* (Thomson Reuters) in Business Litigation (2006-2013, 2017-2019)

Selected by his peers for inclusion in *The Best Lawyers in America*® in Commercial Litigation (2003-2023) and Real Estate Law (2009-2023)

Recognized by his peers for inclusion in *Business North Carolina's "Legal Elite"* in Real Estate Law (2006-2008, 2013, 2021-2022) and Litigation (2005)

Education

University of North Carolina School of Law, J.D., 1980, with high honors; Order of the Coif; Editor-in-Chief, *North Carolina Law Review*, 1979-80 **University of North Carolina at Chapel Hill**, B.A., 1977

Admissions

U.S. Supreme Court

U.S. Court of Appeals for the 4th Circuit

U.S. District Court for the Western, Middle, and Eastern Districts of North Carolina

PROFESSIONAL & CIVIC

Member, Urban Land Institute

Adjunct Instructor, University of North Carolina School of Law (1983-88)

Board Member, UNC Law Alumni Association (1990-93 and 2008-2012)

Member, Litigation Section Council, North Carolina Bar Association (1992-94)

Co-President (1999-2002), Board of Directors (1994-2004 and 2005-2010), Board of Advisors (2012-Present), Piedmont Land Conservancy

Member, Advisory Council, Salvation Army Boys & Girls Clubs of Greensboro (1999-2007)

General Counsel and Board Member, Sunset Hills Neighborhood Association (1993-97)

Elder and Chair, Finance and Stewardship Committee, Guilford Park Presbyterian Church, Current

Executive Board Member and Treasurer, Piedmont Conservation Council, Inc. (2013 - present)

Board Member, Vice President (2005-2008) and Legal Counsel, Guilford County Jail Ministries, Inc. (2005 - present)

Board Member and Legal Counsel, Greensboro Grimsley Senior High Alumni and Friends Association (2001-present)

Board Member, Triad Health Project (2005-2013)

ABOUT ME

For me, the practice of law is not about billable hours or dollars and cents. Instead, it is about relationships and results. My practice has been informed by my father, who inspired me to be a lawyer; the attorneys and staff of Brooks Pierce, who have nurtured and supported me in my professional and personal development; the lawyers at other firms that I have worked with and in opposition to; and the judges, arbitrators, mediators and administrative officials that I have appeared before, from all of whom I have learned so much; and the clients that I have served now almost 35 years, who have trusted me with their problems, great and small, have shared with me their aspirations and goals and have offered me their friendship.

I know that I stand on the shoulders of giants. My father, who graduated from the UNC School of Law in 1950, practiced as a solo practitioner for more than 50 years in the rural Stokes and Rockingham Counties of North Carolina. In the summers of my youth, he carried me with him to search titles, to conduct estate and foreclosure sales, and to try cases. While he never made a lot of money, he helped a lot of people. Most importantly, he taught me how to be both a zealous and an ethical advocate for my clients.

In my third year of law school, I had the good fortune to receive two offers of employment on the same day – the first as a judicial law clerk to the Honorable J. Dickson Phillips on the United States Court of Appeals for the Fourth Circuit, and the second from Ted Leonard as an associate at Brooks Pierce. Being a judicial clerk gave me the opportunity to observe lawyers doing well and doing not so well, without having a client's interest at stake. And Judge Phillips taught me as much about life as he did about the law.

When I came to Brooks Pierce a year later, I set out to be a corporate and transactional lawyer. I worked on mergers and acquisitions with Hugh Humphrey, who had a hand in every major takeover battle of the '70s, '80s and '90s in North Carolina, and Bill McNairy, who I heard a former Commissioner of the Internal Revenue Service once remark knew more about the United States Tax Code than any person he had ever met. In commercial real estate, I got to build on the firm foundation left for me by my father with Edgar Fisher -- the most knowledgeable and unflappable real estate lawyer I have known.

Ted Leonard and Jim Williams, however, had other plans for my legal career. Jim Williams gave me my first litigation matter to handle (for a then brand new commercial real estate developer that I still represent today in all matters great and small). Ted and Jim gave me the opportunity to try cases with them, and I found that being on my feet in a courtroom was the most exhilarating thing I had done in the practice of law. Jim Williams taught me to always be better prepared than your

opponent, that it is okay to be a little bit nervous going into the courtroom (else your adrenaline is not flowing and you have lost your competitive edge) and to inspire everyone in that courtroom to like and want to please you.

Thus, practicing law at Brooks Pierce has always been, and continues to be, for me both a privilege and a responsibility. It is a privilege to work with a firm with a more than 100 year tradition of excellence, to work in a collegial and intellectually challenging environment, and to assist clients in the resolution of their complex business and professional problems. It is a responsibility to carry on that tradition, to represent clients ably and to the highest standards of the profession, and to pass on that legacy to those who follow behind me.

NEWSROOM

News

Brooks Pierce Attorneys Recognized in *The Best Lawyers in America*® 2023 Guide
08.18.2022

Twenty-seven Brooks Pierce Attorneys Recognized by 2022 *North Carolina Super Lawyers*
North Carolina Super Lawyers, 01.13.2022

Thirty Brooks Pierce Attorneys Recognized in Business North Carolina's 2022 "Legal Elite" and
"Hall of Fame"
Business North Carolina, 01.03.2022

72 Brooks Pierce Attorneys Recognized in *The Best Lawyers in America*® 2022 Guide
The Best Lawyers in America®, 08.19.2021

Twenty-Six Brooks Pierce Attorneys Named to Business North Carolina's 2021 "Legal Elite" and
"Hall of Fame"
Business North Carolina Legal Elite, 01.03.2021