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Areas of Practice

Business & Financial
 Restructuring
 Corporate, Securities &
 Finance
 E-Commerce/Internet
 Property
 Strategic Alliances/Joint
 Ventures

Languages

French
 Italian

Education

Harvard Law School, J.D.,
 1974
 NYU Doctoral Fellowship,
 Florence, Italy, 1967-68
 New York University,
 M.A., 1964
 Fulbright Scholar,
 Université de Caen, France,
 1960-61
 St. Mary's College, Notre
 Dame, IN B.A., 1960

Bar & Court Admissions

District of Columbia

Ellen d'Alelio

Ellen d'Alelio became of counsel at Steptoe & Johnson LLP in 2009, having since 1982 been a partner and then later a senior partner in the firm. A member of the Corporate, Securities and Finance practice group based in the Washington office, she has focused her almost forty years of law practice on complex transactions and regulatory representations involving financial services, commercial real estate, and related corporate matters. A significant portion of her practice has involved structuring, negotiating, and documenting agreements of all sorts, including partnership and joint venture agreements, asset and stock purchase/sale agreements, financing, leasing, operating, licensing, distribution, and other types of agreements. Ms. d'Alelio also has played a substantial role in Steptoe's management over the years. She has, among other roles, managed the firm's Business Transactions Practice, including its financial institutions and real estate practices, chaired the firm's Hiring, Professional Advancement, Professional Training, and Web Site Committees; co-chaired the firm's Practice Management Committee; and served elected one- and three-year terms on Steptoe's Executive Committee and Compensation Committee.

Commercial Real Estate and Related Representations

Over the years, Ms. d'Alelio's commercial real estate work has spanned a wide variety of projects and clients. Her representations in this area have involved real estate acquisitions of all kinds; acquisition, development, and construction projects and joint ventures; like-kind exchanges; commercial leasing projects; ground leasing projects; and construction and permanent loan closings, among others. Ms. d'Alelio represented FDIC and RTC for many years in complex transactions and contracting activities relating to their real estate and loan assets from failing and failed financial institutions, as well as in privatization of their activities (including the development of numerous RFPs for such privatization). In addition, she acted as lead counsel for RTC in the formation of several first-of-a-kind public/private sector limited partnerships and in the negotiation/documentation of the partnerships' acquisitions of portfolios of complex loans and real estate interests with market values of \$450 million and \$1.28 billion, respectively.

Financial Services, Electronic Banking, and Electronic Commerce Practice

Ms. d'Alelio also has represented financial institutions and other participants in the financial services industry on a broad range of regulatory, corporate, and transactional matters. These representations have included, for example, matters initiated by federal bank and thrift regulatory agencies, counseling on products and services, and assistance in effecting changes in control of financial institutions. As technological advances and the Internet transformed financial services operations and commerce more generally, Ms. d'Alelio's practice increasingly addressed electronic banking issues involving smart card and Internet-based payment systems, as well as general electronic commerce issues involving establishing a presence and doing business on the Internet in the B2B

Ellen d'Alelio

and B2C context for a broader range of clients.

Professional Activities

Ms. d'Alelio has spoken and written extensively on legal topics related to real estate and financial services. She has written frequently for *The Electronic Banking Law and Commerce Report*, on whose editorial board she served for years as a Contributing Editor. Ms. d'Alelio also wrote a chapter in, and edited, *The Commissioner's Legal Handbook, A Introduction to Legal Topics for Housing and Redevelopment Officials*, published by the Housing and Development Law Institute (1986). She is a member of the American Bar Association and Women in Housing and Finance, Inc., for whom she has served as General Counsel and as co-chair of its Technology Task Force. In addition, Ms. d'Alelio served as an appointed member of the DC Bar Association's Task Force on Civility in the Profession and co-chaired its Negotiated Transactions Sub-Committee. Ms. d'Alelio has from time to time taught an advanced course on legal drafting in business transactions at American University's Washington College of Law.