

Heather F. Harper
IIT Chicago-Kent College of Law
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EDUCATION

Boston College Law School – Newton, MA
Juris Doctor, May, 2006
Honors: *cum laude*, Order of the Coif

Northwestern University – Evanston, IL
Bachelor of Arts, Political Science and American Studies (Departmental Honors), June 2002
Honors: *summa cum laude*, Phi Beta Kappa

ACADEMIC EXPERIENCE

Chicago-Kent College of Law Chicago, IL
Attorney & Clinical Assistant Professor

January 2012 – current

- Designed, launched, and direct the Entrepreneurial Law Clinic at Chicago-Kent College of Law (branded externally as the “*Startup Legal Shop*”).
- Supervise student clinical work at the Entrepreneurial Law Clinic, including the supervision of two intensive (full-time) students, a staff attorney, and a paid law clerk.
- Legal work at the Startup Legal Shop includes the representation of startups, growth-stage businesses, and private equity funds in corporate transactional and fractional general counsel matters such as entity formation, founders’ agreements, vesting agreements, equity compensation, employment matters, corporate governance, financing (seed, angel, Series A through SAFEs, convertible notes, and priced equity rounds), purchase and sales, reorganizations and mergers, lease review and negotiation, trademark review and filing, and other contract drafting and negotiation (licenses, terms of use, privacy policies, service agreements, referral agreements, revenue share and joint development agreements, NDAs, release letters, loan agreements and collaboration agreements).
- Designed curriculum for and teach the Entrepreneurial Law rotation of the 1L Your Way Rotation.
- Non-Clinical Teaching: Entrepreneurship Law, Business Entity Formation, IPRO 397 (2013).
- Collaborate with representatives at IIT Stuart School of Business and IIT's Institute of Design (“*ID*”) to design interdisciplinary courses and degrees focusing on entrepreneurship, such as the Masters of Tech Entrepreneurship and the upcoming proposed *ID* / Chicago-Kent design and law intersession course.
- Faculty advisor to Entrepreneurial Law Society.

The John Marshall Law School Chicago, IL
Associate Director, Center for Real Estate Law

October 2008 – January 2012

- Designed and drafted proposals for new academic courses and program offerings, including (1) proposed LLM in Business Transactions; (2) a new JD Certificate in Sustainability; and (3) the following new classes in the Real Estate Program: Natural Resources Law, Historic Preservation Law, Energy Law, Sustainability in Modern Real Estate Transactions, Public Finance Law
- Served as academic and career advisor to all joint JD/LLM and LLM students
- Designed and taught, “*Introduction to Green Building and LEED Fundamentals*” Seminar, a 9-hour seminar to 20 - 30 students, adjunct faculty members, advisory board members, and alumni of the Center for Real Estate Law at The John Marshall Law School. Wrote course curriculum covering sustainability and green building principles and the U.S. Green Building Council’s (“USGBC”)

Leadership in Energy and Environmental Design (“LEED”) program in the following key areas: energy, water, sustainable sites, indoor environmental quality, and sustainable materials

NON-ACADEMIC LEGAL EXPERIENCE

Paul Hastings Janofsky & Walker LLP Chicago, IL

Associate

January 2008 – June 2008

- Drafted purchase and sale agreements, easements and operating agreements for joint ventures
- Represented wind energy companies – advised regarding amendments to Enterprise Zone and the Illinois Enterprise Zone Act, researched and drafted memorandum on “Payment in Lieu of Taxes” in Illinois, reviewed ordinances and intergovernmental agreements in each Enterprise Zone, drafted ordinances to amend the Enterprise Zones, drafted talking points for client and counseled client prior to public meetings on Enterprise Zone amendments, attended public meetings to answer questions about the Enterprise Zone amendment and ordinance, worked with the Department of Economic Opportunity on key amendment issues

Sidley Austin LLP Chicago, IL

Associate

August 2006 – December 2007

Summer Associate

May 2005 – August 2005

- Represented financial guarantee insurance companies in \$1.6B whole business securitization – drafted insurance agreement, insurance policies and in-house opinion letters, reviewed and commented on offering memorandum, reviewed and commented on corporate and organizational documents necessary for securitization structure, reviewed and commented on transaction documents and financing statements
- Represented financial guarantee insurance companies in whole business securitization of a restaurant chain to fund an acquisition – led due diligence review on franchise agreements and development agreements, reviewed and commented on offering memorandum and drafted documents including insurance agreements
- Represented lender in floor plan auto securitization – drafted initial note purchase agreements, receivables purchase agreement and transaction documents, reviewed and commented on organizational documents
- Represented underwriter in 144A student loan term securitization – revised core transaction documents, drafted ancillary documents, coordinated closing
- Represented lenders in revolving credit facilities to closed end mutual funds – drafted initial credit agreement, control agreement, liquidity agreements and ancillary documents

PRESENTATIONS AND ACTIVITIES

Presentations

- “Understanding the Economics and Traps of Equity Compensation” at 1871, presenter, August 18, 2016
- “Family Feud: Top Legal Issues Startup Founders Need to Know” at Polsky Accelerator Program, presenter, June 29, 2016
- “Best Practices for Incentive Compensation for Employees & Service Providers” at 1871, presenter, February 4, 2015
- “Best Practices for Founders Agreements” at Polsky Center at University of Chicago, presenter, February 19, 2015
- Entrepreneurs Unplugged Startup Law Summit, host and presenter, May 16, 2015
- “Issues in Founders’ Agreements” webinar hosted by WealthCounsel, presenter, August 11, 2015
- “Best Practices for Incentive Compensation for Employees & Service Providers” at 1871, co-presenter, October 6, 2015
- “Pitfalls of Crowdfunding” at Catalyze Chicago, presenter, September 29, 2014

- Entrepreneurs Unpluggd Startup Law Summit, host and presenter, May 3, 2014
- “Legal Issues to Consider When Starting Your Business” for Kellogg EVC Club Speaker Series February 26, 2014
- “Issues Facing Entrepreneurs Who Use Kickstarter” for IIT Engineering 595, November 20, 2014
- “Starting a Business in Illinois; Legal Issues” at Women’s Business Development Center, December 14, 2013; December 4, 2013; October 14, 2014; February 9, 2016
- “Six Things You Must Do Before Launching & How to Hire a Lawyer” at 1871, June 12, 2012
- “Overview of Key Legal Issues in Green Building” at Illinois Environmental Law Conference, ISBA Environmental Law Section, May 10, 2012.
- “Intellectual Property in an Employment Context,” for Inter-professional Projects Program at IIT – program organizer and presenter, April 25, 2012.
- “Six Things You MUST Do Before Launching” at Entrepreneurs Unpluggd Startup Law Summit, presenter and Law Summit legal clinic participant, April 14, 2012.
- “Intellectual Property 101: What Entrepreneurs Need to Know and When to Seek Legal Advice” at Illinois SBDC/Duman Entrepreneurship Center/JVS Chicago, presenter, April 4, 2012.
- “Legal Issues as you Operate your Growing Company” for Connectivity Lunch at Tech Park, Illinois Institute of Technology, presenter, March 8, 2012.
- “IICLE Café Winter CLE Series: Environmental Controls & Concerns in Real Estate Transactions and Emerging Issues In Green Real Estate Law” for Illinois Institute for Continuing Legal Education, presenter, February 7, 2011.

Activities & Mentorship

- 1871, Mentor (current)
- Polsky Exchange, Mentor (current)
- Polsky Accelerator, Mentor (2015, 2016)
- Entrepreneurship Academy Council (IIT), Member
- Coleman Foundation Fellows, IIT Director (2014 - 2015)
- UIC Experts in Residence (2014 - 2015)
- Women’s Business Development Center, Mentor (current)
- Solo & Small Practice Incubator, Mentor (2013 - 2016)
- Interprofessional Projects Program (“*IPRO*”) at Illinois Institute of Technology, Advisor (2012-2013)
- Knapp Center Venture Accelerator Program at IIT, Advisor (2012)
- Kaplan Institute Academic & Business Programming Committee (IIT), Member (2014)
- Chicago Bar Association

BAR ADMISSIONS: Admitted to the Illinois Bar