

# Brian Crowell

## Partner

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Brian Crowell focuses his practice on counseling registered investment companies (including mutual funds, closed-end funds and exchange-traded funds), independent trustees and investment advisers on a wide range of matters, including the development and launch of new funds, fund reorganizations and mergers, regulatory and compliance matters relating to existing funds, fund governance issues and the applicability and interpretation of federal and state securities laws.

Brian graduated in the top three percent of his class at Villanova University School of Law, where he served as the managing editor of outside articles for the *Villanova Law Review*. While in law school, he served as a judicial extern to the Hon. Jane Roth of the U.S. Court of Appeals for the Third Circuit. Prior to joining Stradley Ronon, Brian worked in the financial services industry.

## RESULTS

- represent, as fund counsel, a \$390 billion mutual fund complex with over 120 funds, including with respect to the formation and initial registration of over 50 funds
- represent, as fund counsel, the largest active ETF issuer with over \$95 billion in assets under management, including with respect to the formation and initial registration of over 30 ETFs
- helped with the launch of a smart-beta suite of ETFs and the 19b-4 registration of several actively managed municipal ETFs for a leading global investment management firm
- advised in connection with the drafting and filing of a complex-wide proxy statement involving over 100 funds (including master-feeder structures) and 10 proposals
- assisted, as independent trustees counsel, with a significant upgrade and enhancement to the risk assessment methodology of a fund complex to implement a business process level review of its compliance review and testing procedures
- drafted a compliance policy and procedures for a leading mutual fund complex related to the receipt of manager-of-managers exemptive relief from the SEC applicable to wholly owned and unaffiliated sub-advisers

## FOCUS

Registered Investment Companies  
Independent Trustee Counsel  
Investment Advisers  
Private Investment Funds  
Investment Management

## BAR ADMISSIONS

Pennsylvania

## EDUCATION

J.D., *magna cum laude*, Villanova University School of Law, Order of the Coif

B.S., Villanova University



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- advised in the representation of a closed-end fund in connection with its initial public offering that raised \$215 million, including drafting and reviewing the initial registration statement, organizational board materials and NYSE listing application
- assisted in the representation of three separate closed-end funds in connection with the offering of a combined \$135 million of Variable Rate MuniFund Term Preferred Shares
- assisted in the representation of a leading independent global investment management firm in connection with the client's acquisition of more than 120 funds from a multinational financial services corporation, including certain matters related to the rationalization of the client's product lineup thereafter
- assisted in the representation of a client related to the redomestication of its closed-end funds to a Delaware business trust format, which included a subsequent merger of several of the funds

## RECOGNITIONS

- *The Best Lawyers in America*, Ones to Watch
- *The Legal 500 U.S.*, recommended for mutual/registered/exchange-traded funds
- *Fund Intelligence*, Rising Star

