

E. Taylor Brody

Partner

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Taylor Brody focuses her practice on counseling investment companies, boards of directors and investment advisers in connection with regulatory, compliance and transactional issues. She advises clients on a variety of investment management and securities law matters, including the formation, registration and ongoing operations of investment companies; the preparation of regulatory filings; the applicability and interpretation of federal and state securities laws; the drafting of compliance procedures and corporate policies; and various transactional matters, such as fund mergers and closed-end fund tender offers. Her experience includes representing:

- **Registered Investment Companies:** Taylor advises clients on the federal securities laws pertaining to the formation, registration and ongoing compliance of open-end and closed-end mutual funds, including money market funds, multi-manager funds and sub-advised funds. She drafts and reviews critical documents, such as registration statements on Form N-1A, Form N-2 and Form N-14; proxy statements and solicitation materials; information statements; shareholder reports; SEC no-action letters; and state law filings.
- **Investment Advisers:** Taylor participates in counseling investment advisers with respect to their obligations under federal and state securities laws. She also assists in the representation of investment management clients undertaking a corporate merger, acquisition or reorganization.
- **Boards of Directors:** Taylor assists in advising boards of directors on issues arising under the Investment Advisers Act of 1940 and the Investment Company Act of 1940, as well as various corporate governance issues.

RESULTS

- assisted in the representation of several leading global investment firms, including matters related specifically to registration statement review and compliance, the drafting of complex strategy and risk disclosures, and the launch of novel investment products
- implemented compliance with SEC money market reform through the review of fund disclosure and compliance materials

FOCUS

Registered Investment Companies
Investment Advisers
Independent Trustee Counsel
Money Market Funds
Investment Management
Closed-end Funds
Cryptocurrency and Blockchain
Alternative Funds

BAR ADMISSIONS

Pennsylvania

EDUCATION

J.D., University of Pennsylvania
Law School

B.A., *cum laude*, Carleton College



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- represented clients in internal fund reorganizations and external adoption of mutual funds by other fund groups
- drafted SEC no-action letters, opposition statements, proxy statements and shareholder communications in response to activist shareholder proposals
- assisted with several complex-wide proxy solicitation projects of large investment company clients

SPEAKING ENGAGEMENTS

- Panelist, “Fund Proxy for the Modern Era,” Broadridge Webinars
- Panelist, “The Leverage Landscape and Activist Defense Shoreline: Popular Destinations on the Closed-End Map,” Closed-End Fund Virtual Conference Program
- Panelist, “The Closed-End Fund Road Trip: Navigating a Long and Winding Route,” Stradley Ronon Webcast

RECOGNITIONS

- Support Center for Child Advocates, Distinguished Advocate for Children Award
- Taylor has received the First judicial District’s pro bono service award for each of the past six years in recognition of her ongoing *pro bono* work with the Support Center for Child Advocates.

