

CECILIA OYEDIRAN

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PROFESSIONAL EXPERIENCE

SCHOOL OF INDUSTRIAL AND LABOR RELATIONS AT CORNELL UNIVERSITY

Cannabis Workforce Initiative, Senior Outreach Associate

New York, New York

February 2023 – present

- Develop curriculum for programming, through knowledge of emerging research, evidence-based practices, laws and regulations concerning Labor and Employment Law, as well as employment of people with criminal records.
- Conduct in-person and/or virtual (both live and recorded; synchronous/asynchronous) training sessions for diverse groups of individuals, employers, entrepreneurs, unions, community groups, advocacy organizations, re-entry providers, colleges and universities throughout NYS.
- Evaluate and monitor quality, impact, and effectiveness of instructional services to meet programmatic goals; make recommendations and implement adjustments as needed.
- Maintain a broad-based network of collaborators and partners in the areas of cannabis law, labor and employment law, and employment of people in the cannabis industry to better understand the major forces shaping the needs, positions and actions of employers, community groups, advocates, policy makers, and other stakeholders.
- Maintain knowledge and skill on a broad range of best practices and/or advances in knowledge in the areas of labor and employment law, cannabis law, employment of justice involved individuals, social equity in the cannabis industry, including policy and community impacts.

FOLEY HOAG LLP

Senior Associate

New York, New York

August 2021 – present

- Advising clients on a wide range of licensing, regulatory, and compliance matters, with a particular focus on the New York and New Jersey cannabis markets.
- Performing legal research and drafting legal memorandum on various legal issues and regulatory matters.
- Advising and assisting client with change of ownership process in connection with acquisition of cannabis cultivation operation in Rhode Island.
- Drafting and reviewing a broad range of legal agreements and documents including operating agreements, letters of intent, term sheets, convertible notes, non-disclosure agreements, and consulting agreements.

ACREAGE HOLDINGS, INC.

Corporate Counsel

New York, New York

April 2019 – July 2021

In-house counsel for public company holding a large and diverse portfolio of cannabis cultivation, processing, and dispensing operations across the United States. Responsibilities include:

- Drafted, negotiated, and reviewed a broad range of legal agreements and documents, including, *inter alia*, letters of intent, management agreements, vendor agreements, service agreements, sales agreements, lease agreements, software agreements, employment agreements, consulting agreements, non-disclosure agreements, confidentiality agreements, and sponsorship agreements.
- Supported business clients in negotiating price, payment terms, deliverables, services scope, warranties, and other commercial terms.
- Reviewed advertising and marketing materials to ensure compliance with legal requirements.
- Provided accurate, timely, and business-oriented advice to executives on a variety of legal topics.
- Managed complex matters with multiple stakeholders.
- Collaborated and facilitated cross-team decision making among the legal team, finance team, operations teams, and other internal teams.
- Performed legal research and advised on various legal issues and regulatory matters.
- Conducted risk assessments and providing practical solutions to minimize risk regarding business decisions and operations.

AKERMAN LLP*Associate*New York, New York
March 2018 – April 2019

- Represented private equity sponsors and corporate entities in mergers and acquisitions and other corporate transactions. Clients included cannabis investment funds, cultivators, processors, dispensers and distributors, and suppliers of ancillary products and services.
- Drafted, reviewed and negotiated ancillary M&A transactional agreements including escrow, non-competition, non-solicitation, employment, consulting, subscription, contribution and non-disclosure agreements.
- Managed various work streams on complex transactions.
- Conducted due diligence by reviewing key customer and supplier contracts, corporate documents, and prior acquisition agreements, leading management calls, and preparing comprehensive due diligence reports.
- Advised on corporate governance matters and drafted documentation for various corporate matters, including entity formation, board resolutions and minutes, operating agreements, and employment matters.

LATHAM & WATKINS LLP*Associate*Houston, Texas
November 2015 – March 2018

- Represented various private equity investors and oil and gas companies in acquisitions and divestitures of energy-related assets and businesses.
- Represented issuers in public and private offerings of debt and equity securities, including public notes offerings by publicly traded oil pipeline, storage, and transportation company.
- Prepared agreements and related ancillary documents for asset sales, mergers, joint ventures, and other business activities.
- Counseled clients on entity formation and related corporate governance matters.
- Conducted and facilitated legal due diligence review of material contracts, organizational documents, environmental reports and other materials relating to the target company.
- Conducted factual investigation and document review in internal investigation of alleged accounting fraud by employees of a global energy company.
- Conducted document review and prepared production in response to a subpoena during a federal investigation of alleged Medicare fraud by an employee of a national healthcare provider network.
- Represented private equity lender in \$15 million senior secured delayed draw term loan facility secured by assets of an oilfield services company. Representation included: drafting loan documents; review of due diligence items, including entity formation documents, material agreements, lien searches and environmental reports; and direct communication with borrower's counsel and the client.
- Researched and drafted memoranda on various corporate issues including general corporation law, stock exchange rules and federal securities law.
- Drafted various legal documents including securities filings, due diligence reports and underwriting agreements.

GOOGLE INC.*Legal Intern, Products and Agreements Team*Mountain View, California
June 2013 - August 2013

- Drafted and reviewed inbound agreements and contracts.
- Created and improved corporate contract templates and forms.
- Analyzed and updated contracting guidelines.
- Performed legal research.

BOSTON PRIVATE INDUSTRY COUNCIL*Employer Account Manager*Boston, Massachusetts
July 2009 - May 2012

- Managed the Tech Apprentice Program, a technology-focused career development program for the workforce development board of the City of Boston, now known as the MassHire Boston Workforce Board.
- Recruited technology employers to participate in the Tech Apprentice Program, leading to 120 paid internship placements for Boston public high school students in technology-related jobs each summer.
- Led corporate and public affairs outreach by coordinating meetings with external stakeholders and hosting employer recruitment events designed to expand network of corporate support and the cultivation of new internship placements.
- Recognized by the City of Boston and the State of Massachusetts for commitment to public service and civic leadership in the community.

EDUCATION

STANFORD LAW SCHOOL

Juris Doctor

Honors: 2014 Latham & Watkins Diversity Scholar

Stanford, California

June 2015

HARVARD UNIVERSITY GRADUATE SCHOOL OF EDUCATION

Master of Education in Human Development and Psychology

Cambridge, Massachusetts

June 2009

YALE UNIVERSITY

B.A. in History, Distinction in Major

Honors: Recipient of Robert Farris Thomas '55 '65 PHD Award for Outstanding Research in the Advanced Study of Africa

New Haven, Connecticut

May 2008

BAR ADMISSIONS

New York

New Jersey

Texas (inactive)

AFFILIATIONS

New York State Bar Association Cannabis Law Section, *Chair-Elect*

- Program Chair and Moderator, Social Equity in Cannabis: State and Local Perspectives

PRESENTATIONS, EVENTS, AND WEBINARS

1. Rider University Cannabis Certificate Studies Program, "Launch Your Cannabis Career"
2. The Black Institute: Ancillary Cannabis Business Presentation
3. PBC Conference for Payment, Banking and Compliance in the Cannabis Industry, "The Green Rush on Main Street: Real Estate Edition"
4. Foley Hoag LLP Webinar, "New York Cannabis: A Maturing Market About to Bloom"
5. Foley Hoag LLP Webinar, "New Jersey Racing to Adult-Use Applications"
6. Holistic Remedies/Two Chicks & Flowers - Activate: Cannabis in Motion
7. 5th Annual Cannabis Law Institute Conference "Tri-State Licensing and the Next Biggest Market"
8. NY Cannabis Insider Live Conference, Albany New York: "New York's Medical Marijuana Program: Problems and Solutions"
9. Manhattan Community Board 10, "Higher Learning: How to Get a Cannabis License"
10. Cannacclusive, "Beyond the Brand" IP Protections Panel
11. New York State Association of Black & Puerto Rican Legislator, Inc. 2022 Annual Caucus, "Cannabiz Convo 105"
12. NJ Cannabis Insider Live: "Market Update – What to Know Before N.J. Opens"
13. International Cannabis Bar Association, "State Licensing: Navigating New Jersey's Cannabis Regulations"
14. NJ Cannabis Insider Live: "What You Need to Know About New Jersey's Legal Weed Market"
15. Cannaware Society Cannatalk: "Cannabis Business Licenses"
16. New York State Cannabis Expo & Conference: "Examining the MRTA Social Equity Categories"
17. Minorities 4 Medical Marijuana (M4MM) Supplier Diversity Conference: "Business Formation, Contracting & Intellectual Property: Are You Contract Ready?"
18. New York State Bar Association Committee on Cannabis Law, Program Chair and Moderator of "Social Equity in Cannabis: State and Local Perspectives"
19. "Know Your Rights and Responsibilities", Revelry 2023 Winter Cannabis Business Conference
20. Cannabis Compliance, Cannabis Workforce Initiative Cannabis Career Exploration and Worker Rights Certificate Program