

RWL || RIFKIN WEINER
LIVINGSTON LLC

RWL Sports Law, Gaming and Facilities Group

“...the members of their firm are outstanding attorneys. They practice law like professional chess players – blending the natural instincts of litigators with the talents of very sophisticated business lawyers.”

PETER G. ANGELOS
Law Offices of Peter G. Angelos
and Baltimore Orioles Owner

Firm Overview and RWL Practice Groups

With offices located in the state capital of Annapolis, Baltimore, and the Washington, D.C. metropolitan area, RWL provides an important link to principal business, commercial and governmental centers.

Since its founding in 1989, RWL and its many attorneys have created an impressive record of service to the state and in the practice of law. As one of Maryland's first law firms to recognize that a client's legal issues can often be addressed through a comprehensive approach that may include all of the various branches of government, RWL has established itself in the areas of business and commercial transactions, administrative law, health care law, government relations, sports franchise law, procurement law, and complex litigation.

ADMINISTRATIVE LAW AND REGULATORY COMPLIANCE

BUSINESS AND COMMERCIAL TRANSACTIONS

CANNABIS POLICY, ADMINISTRATIVE LAW AND LITIGATION

COMPLEX COMMERCIAL AND CIVIL LITIGATION

ELECTRONICALLY STORED INFORMATION (ESI)

GOVERNMENT RELATIONS AND LOBBYING

MEDIATION AND DISPUTE RESOLUTION

NATIONAL PRACTICE DEVELOPMENT

SPORTS LAW, GAMING AND FACILITIES

STATE CONTRACTING, PROCUREMENT AND BID PROTESTS

WHITE COLLAR CRIMINAL DEFENSE AND INVESTIGATIONS

Sports Law, Gaming and Facilities

DECADES OF EXPERIENCE WITH THE SPORTS AND GAMING INDUSTRIES

For over three decades, RWL has provided legal advice and counsel to professional sports teams, sports enterprises, regional sports networks, gaming and casino operators, and sports wagering enterprises. From facility acquisitions to the development of a regional sports network to the approval and development of sports and gaming enterprises, RWL has been in the forefront of legal, administrative and regulatory issues in these important industries. RWL was instrumental in the negotiations for a \$375 million public/private partnership for the rebuilding of Pimlico Race Course and Laurel Park, the approval and development of Oriole Park at Camden Yards, the acquisition and development of the Baltimore Orioles' spring training facility in Sarasota, Florida, the formation and evolution of the Mid-Atlantic Sports Network, media and sponsorship agreements, facility security and ADA-related matters, and a wide variety of other legal issues.

EXPERIENCED ADVICE AND COUNSEL

RWL's decades of legal experience help our clients succeed in a range of sports and gaming related actions, approvals and transactions, including:

- Professional sports association governance law
- Media rights
- Sports broadcasting networks
- Sports facilities
- Sports-related transactions
- ADA accessibility
- Sports and gaming facilities and venues approvals
- Governmental approvals, authorizations and assistance with legislation
- Sports and gaming facilities leases and land transactions
- Regulatory and administrative proceedings
- Sports entity financing
- Online lottery, instant ticket and monitor games
- Manufacturers of slot machines and other electronic gaming equipment
- Intellectual, trademark and copyright protection
- Intellectual property disputes
- Contract disputes
- Partnership litigation
- Complex commercial disputes

Sports Law, Gaming and Facilities

NOTABLE REPRESENTATIONS

- Advised and represented Governor of Maryland and administration (before Maryland General Assembly and agencies) with respect to approval and funding for Oriole Park at Camden Yards.
- Led a negotiating team for the Maryland Jockey Club, The Stronach Group and the Preakness Stakes® for the authorization and legislative approval of a \$375 million public/private partnership for the rebuilding of Pimlico Race Course and Laurel Park.
- Represented the Maryland Jockey Club and the Preakness Stakes® in negotiations with Hall of Fame trainer Bob Baffert with respect to entry of horses under Mr. Baffert's control in the 2021 Preakness® after doping allegations were made concerning Medina Spirit, the presumptive winner of the 2021 Kentucky Derby
- Serve as outside counsel to the Baltimore Orioles and the Mid-Atlantic Sports Network on a wide variety of matters, including media rights, sponsorship agreements, facilities development, ADA compliance, facilities security under SAFETY Act, financing and other transactions.
- Represented the Baltimore Orioles in negotiations with Major League Baseball concerning compensation for the Orioles in connection with the relocation of the Washington Nationals to Washington, D.C., including the formation and development of the Mid-Atlantic Sport Network.
- *Comcast SportsNet Mid-Atlantic L.P. v. Baltimore Orioles L.P., et al.*, No. 260751-V (Md. Cir. Court for Montgomery County 2005) (affirmed, 391 Md. 577 (2006)) – defended professional sports franchise in pay television rights and contract dispute; case dismissed in favor of the Orioles.
- Negotiated the acquisition and development of the Baltimore Orioles' spring training facilities and lease with Sarasota County, Florida.
- Represented the Washington Football Team on a variety of matters, including the proposed relocation of the franchise from Washington, D.C. to Maryland.
- Represents the Maryland Jockey Club, owners of the Preakness® Stakes and Pimlico Racecourse in a wide variety of commercial, regulatory and litigation matters.
- Advised in the transactions related to development of the Ripken Experience at Disney World.
- Represents Ripken Baseball and Tufton Professional Baseball.
- Represented Caesars' casino interests in securing a casino license for Horseshoe Casino and in regulatory and legislative matters since.
- Represents various interests with regard to Maryland's nascent sports wagering program.
- Successfully defended casino interests against constitutional challenges.
- Provide advice and counsel in the gaming and sports wagering sectors.
- Provide advice and counsel with regard to intellectual property rights and other legal issues.
- Represented entities providing online lottery, instant ticket and monitor games.
- Represented manufacturers of slot machines and other electronic gaming equipment.

Meet the Team



ALAN M. RIFKIN, ESQ.

Managing Partner and Chair of
Sports Law, Gaming and Facilities
Practice Group

- Managing Partner of RWL, which was founded in 1989 after serving as Counsel and Chief Legislative Officer to former Governor William Donald Schaefer and after previously serving in the same capacity to the Senate of Maryland.
- Well-recognized commercial and business attorney who has represented many national and international corporations and institutions for over three decades. Current areas of practice include business and commercial transactions, complex civil and commercial litigation, sports franchise and media rights, class action suits, and false claims act cases.
- Led a negotiating team for the Maryland Jockey Club, The Stronach Group and the Preakness Stakes® for a \$375 million public/private partnership for the rebuilding of Pimlico Race Course and Laurel Park
- Contributed as a consulting witness and expert for the Baltimore Orioles and the Mid-Atlantic Sport Network in an arbitration matter before Major League Baseball
- Represented the Maryland Jockey Club and The Stronach Group, owners of the Pimlico Race Course and the Preakness Stakes® in eminent domain litigation involving Baltimore City
- Represented the Tufton Group in the negotiations with a local municipal government concerning improvements to the City of Aberdeen’s Minor League Baseball Stadium, home of the Aberdeen Ironbirds
- Outside counsel to various professional sports franchises and sports networks, including: the Baltimore Orioles, Mid-Atlantic Sports Network (MASN®), Maryland Jockey Club and the Preakness Stakes®, among others
- Represented the Baltimore Orioles in negotiations with Major League Baseball concerning compensation for the Orioles in connection with the relocation of the Washington Nationals to Washington, D.C.
- Negotiated the Baltimore Orioles’ spring training facilities lease with Sarasota County, Florida
- Represents the Maryland Jockey Club, owners of the Preakness Stakes® and Pimlico Race Course in a wide variety of commercial, regulatory and litigation matters
- Adjunct professor, “Sports and the Law”, at the University of Maryland Carey School of Law.
- Panel moderator for “Discussion of NCAA v. Alston” Faculty Webinar Series, University of Maryland School of Law (2021).

Meet the Team



JAMIE EISENBERG KATZ, ESQ.

Partner and Chair of Business and
Commercial Transactions Practice Group

- Chair of the Business and Commercial Transactions Practice Group.
- Represents a diverse client base handling legal matters involving corporate, contract and transactional law, sports law, commercial real estate acquisitions, sales and leases, and civil arbitration.
- As counsel to a major sports franchise and other sports and entertainment related enterprises, has handled transactional and contractual legal matters affecting all aspects of the sports and entertainment industry, such as: league compliance and team operational matters; radio and telecast broadcasting agreements; advertising and sponsorship agreements; stadium leases, stadium development, and commercial leases; concession agreements; event and facility agreements; vendor contracts; ticketing agreements; commercial financing arrangements; intellectual property in licensing agreements and trademark matters; employment and talent agreements.
- Advised in the transactions related to the development of the Ripken Experience at Disney World.
- Represents the Maryland Jockey Club, owners of the Preakness® Stakes and Pimlico Racecourse in a wide variety of commercial matters.
- Represents businesses and its owners across various industries on life-cycle issues, from the entity formation stage, navigation of operational arrangements and contracts during its growth, as well as owner “divorces.”
- Counsel to a consortium of rental car companies operating at the Consolidated Rental Car Facility located at Baltimore Washington International Thurgood Marshall Airport for more than a decade.
- Represented a regional skilled nursing and rehabilitation company in the acquisition of more than a dozen skilled nursing facilities in the Mid-Atlantic region, as well as its acquisition financing and refinancing arrangements.

Meet the Team



BARRY L. GOGEL, ESQ.

Partner, Chair of Mediation and Dispute Resolution Practice Group and Co-Chair of State Contracting, Procurement and Bid Protests Group

- Represents businesses, professional athletes, politicians, artists, large institutions and litigants of all levels of sophistication.
- Represented the Baltimore Orioles with respect to telecast rights disputes related to ownership of telecast rights and to determination of telecast licensing fee
- Adjunct professor of Negotiations and “Sports and the Law” at the University of Maryland Francis Carey King School of Law, where he also coaches the Law School’s Alternate Dispute Resolution Team.
- Panelist for “Discussion of NCAA v. Alston” Faculty Webinar Series, University of Maryland School of Law (2021).
- Array of experience includes professional malpractice, complex fraud, telecast rights disputes, Lanham Act, automotive product liability, procurement bid protest and condemnation cases.
- Participated in negotiating team for the Maryland Jockey Club, The Stronach Group and the Preakness Stakes® for a \$375 million public/private partnership for the rebuilding of Pimlico Race Course and Laurel Park
- Represented Estate of Jack Kent Cooke in tax dispute concerning assessment of amusement taxes to sky boxes in FedEx Field
- Chair of RWL’s Mediation and Dispute Resolution practice.
- Former chair of the Board of Maryland Youth and the Law (MYLaw) and on its Law Links committee, which places Baltimore City high school students in law firms and legal agencies for paid summer internships.
- Member of the American Bar Association, the Maryland State Bar Association, the Baltimore City Bar Association and the American and Maryland Associations for Justice.
- Daily Record Leadership in Law Award 2020.
- Listed in Best Lawyers in America since 2013.
- Listed in Super Lawyers since 2011.
- AV Rated by Martindale Hubble since 2010.

Meet the Team



MICHAEL V. JOHANSEN ESQ.
Administrative Partner

- Former staff counsel to Maryland Senate Budget and Taxation Committee handling matters related to state and local taxes, retirement, and agency budgets.
- Experienced lobbyist on health care delivery systems, health insurance, and health occupations, including managed care, hospitals, skilled nursing facilities, dental plans and pharmaceuticals.
- Team leader on multi-firm effort to preserve the Preakness Stakes in Maryland and to enact a statutory framework for a nearly \$400 million capital redevelopment effort for Maryland's racetracks.
- Counsel for automotive industries including new automobile dealers and rental car agencies.
- Lead lobbyist on legislation to authorize transportation network companies.
- Experienced gaming lobbyist representing lottery, casino, racetrack and sports wagering interests.
- Procurement counsel assisting entities on RFPs, bids and other offers of goods, services and construction to state and local governments.
- Counsel clients on state and local ethics laws, gift laws, campaign contribution compliance, election laws, and lobbying rules.

Meet the Team



ARNOLD M. WEINER, ESQ.
Partner and Co-Chair of Complex Civil
and Commercial Litigation Practice
Group

- Experienced and highly regarded trial attorney and civil litigator, as well as Chair of the firm's White Collar Criminal Defense practice and Co-chair of the firm's Complex Civil and Commercial litigation practice.
- Represented the Baltimore Orioles with respect to telecast rights disputes related to ownership of telecast rights and to determination of telecast licensing fee.
- Primary counsel in several large business disputes that have generated hundreds of millions of dollars in settlements for his clients.
- Previously served as an Assistant United States Attorney and Assistant Attorney General for the state of Maryland, and as Principal at multiple prestigious Baltimore area law firms, including the Law Offices of Arnold M. Weiner, Weiner & Welcchek, and Weiner, Astrachan, Gunst, Hillman & Allen, P.C.
- Former Assistant United States Attorney and Assistant Attorney General for the State of Maryland. Lead defense attorney in the high-profile prosecutions of Maryland Governor Marvin Mandel, Congressman Edward Garmatz, and Baltimore Mayor Sheila A. Dixon, as well as many other notable criminal trials.
- Lead counsel in lengthy civil trials both as plaintiff's attorney and as defendant's attorney, in federal and state courts throughout the United States.
- Has taught courses in civil procedure, criminal procedure and trial practice and procedure at the University of Maryland School of Law.
- Listed in the Best Lawyers in America since 1983.
- Fellow of the American College of Trial Lawyers for over 30 years.
- Top Ten Maryland Super Lawyers.
- University of Maryland School of Law Distinguished Graduate Award (2019).
- Daily Record Icon Success and Leadership Award (2017),
- Daily Record Leadership in Law Award (2011).
- Baltimore Business Journal Power Twenty Award (2010).
- Featured in cover story of Super Lawyers Magazine (2007).

Meet the Team



M. CELESTE BRUCE, ESQ.

Partner and Co-Chair of Complex
Civil and Commercial Litigation
Practice Group

- Twenty-five years of experience in broad-based commercial and complex civil litigation in state and federal courts and before administrative and arbitral tribunals.
- Represented the Baltimore Orioles with respect to telecast rights disputes related to ownership of telecast rights and to determination of telecast licensing fee.
- Experienced in litigating commercial, business, stockholder and partnership disputes and dissolutions, land use and zoning matters, contract disputes, fraud and fraudulent transfers, commercial bankruptcy adversarial proceedings, preferences disputes, derivative claims, employment disputes, appeals and appellate practice, and regulatory and agency adversary proceedings.
- Experienced in representation of clients on matters involving sports franchise and media rights law, business torts, corporation and partnership dissolution, corporate governance, election law and referendum issues, franchise disputes, asset purchase agreements and sales, stock purchase and sale agreements, business entity creation and dissolution, and catastrophic injury and medical malpractice.
- Member of the Maryland State Bar Association, District of Columbia Bar Association, Federal Bar Association, Montgomery County Bar Association, Women's Bar Associations of Maryland and Montgomery County, and American Bar Association.
- Immediate past president of the Federal Bar Association, Maryland Chapter and instrumental in creating and organizing the Maryland Chapter's Women in the Law Program.
- Primary Counsel in successfully defending multi-million dollar lease termination dispute involving an off-track betting facility.
- Primary Counsel representing RSN in contract dispute with auditor.
- Primary Counsel in successfully litigating breach of employment agreements and stockholder purchase agreement on behalf of medical service provider corporation.
- Primary Counsel in successfully defending derivative and other shareholder claims on behalf of construction company, resulting in termination of claimant shareholders' rights.
- Primary Counsel in successfully defending shareholder and partnership claims against President of a software company.
- Primary Counsel in successfully litigating claims against neighboring landowner for contamination of client's site.

Meet the Team

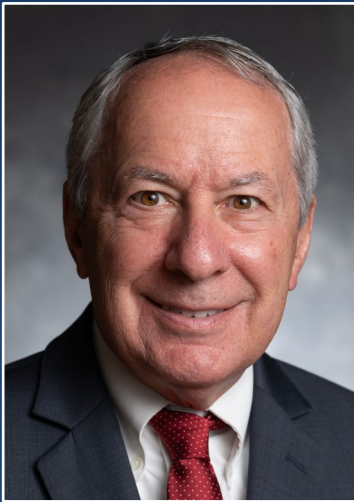


BRAD I. RIFKIN, ESQ.

Partner, Co-Chair of National Practice Development Group, and Co-Chair of Cannabis Policy, Administrative Law and Litigation Group

- Prior to joining the firm full-time in 2013, was named President to the Cal Ripken Collegiate Baseball League (still in that role today) after previous work for the Baltimore Orioles and Milwaukee Brewers.
- Lead lobbyist securing the successful passage of legislation modernizing alcoholic beverage laws on behalf of Maryland's craft beer manufacturers – including the statutory reform of Maryland's beer franchise laws for the first time since 1974.
- Co-lead lobbyist on the successful passage of transformative legislation creating the first statutory and regulatory framework for peer-to-peer ridesharing in the nation.
- Lead lobbyist on successful passage of complex and high-profile medical cannabis legislation, expanding ownership rights and advancing in-state research capabilities for licensees in partnership with academic institutions.
- Lead lobbyist on successful passage of legislation creating a statutory framework for Maryland's private sector industrial hemp industry.
- Lead lobbyist on successful passage of legislation authorizing new class of street-legal vehicle in Maryland ("autocycle").
- Worked on successful passage of legislation that will keep the Preakness Stakes in Baltimore City, redeveloped Pimlico and Laurel racetracks, and helped advance the long-standing interests of the Park Heights community.
- Successfully represent clients with a wide array of statutory, regulatory, funding and procurement interests, including automobile dealer, casino-gaming, innovative technology, insurance, non-profit organizations, rental cars, ride-sharing and ride-hailing.

Meet the Team



MICHAEL D. BERMAN, ESQ.
Of Counsel

- Member of the firm’s Complex Commercial and Civil Litigation and Electronically Stored Information (ESI) practices.
- Previously was the Deputy Chief of Civil Litigation, Office of the Attorney General of Maryland (2001-2008).
- Adjunct faculty member at the University of Baltimore School of Law.
- Guest lecturer at Judicial College of Maryland.
- Editor-in-chief and a contributing author in “Electronically Stored Information in Maryland Courts” (Maryland State Bar Ass’n. 2020)
- Co-editor of two other American Bar Association books on electronic discovery and co-author of a number of law review and other articles regarding electronically stored information.
- Experienced in federal and Maryland courts, with extensive appellate experience.
- Past Chair of bar association’s Federal District Court Committee; Subcommittee to Propose Revisions to ESI Protocol of District of Maryland; Litigation Section Council; and, American Bar Association Litigation Section Book Publishing Board.
- Co-author of University of Baltimore article on Maryland referendum law.
- Graduate of University of Maryland at Baltimore and College Park, as well as the University of Wisconsin – Madison.
- Law clerk for the Hon. R. Dorsey Watkins, United States District Judge, United States District Court for the District of Maryland.
- Awarded Army Commendation Medal, Armed Forces Expeditionary Medal, Korea Defense Service Medal, National Defense Service Medal, Paratrooper’s Badge, and Expert Infantry Badge.

Meet the Team



DEVON L. HARMAN, ESQ.
Associate

- Associate in the firm's Business and Commercial Transactions; Complex Commercial and Civil Litigation; State Contracting, Procurement and Bid Protest; and Sports Law, Franchise, Facilities Media Rights and Gaming practice groups
- Advises and defends clients in high-stakes, civil and criminal litigation at the state and federal levels.
- Experience advising clients in an array of regulatory compliance and administrative law matters.
- Assists clients with government contracts at the federal, state and local levels.
- Member of the Maryland State Bar Association.

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