



M. Shannon Martin

Partner



Shannon Martin focuses on the general counsel, finance and real estate development, and property management needs of health care and public sector clients, banks and other lending institutions, developers, and non-profit and for-profit corporations. She advises clients on a full range of general governance, compliance and operational matters, and has diverse transaction experience including serving as borrower’s counsel, bond counsel and bank counsel on financing transactions, and as counsel to buyers, sellers, developers, utility companies and public entities on acquisition and development projects.

Shannon’s health care practice includes representing hospitals and other health care organizations including nursing, assisted living and long-term care facilities, with respect to the following types of matters:

- Real estate acquisition, sales, leasing and management of hospital facilities and general office;
- Financing transactions, including issuance of tax-exempt bonds, credit tenant lease transactions and specialized equipment financings;
- Compliance matters related to transactions with physicians and other providers;
- Public hospital transactions, including conversion transactions to non-profit hospital agencies and other Chapter 140 transactions;
- General counsel matters such as corporate compliance and governance for tax-exempt non-profits and public sector statutory requirements for public hospitals.

Shannon’s public entity representation includes representing port authorities, counties, municipal corporations, school districts and other political subdivisions and public/quasi-public entities in connection with a variety of transactional, operational and legislative matters, including:

- Real estate acquisitions, sales and leasing;
- Financing transactions, including issuance of bonds, bond anticipation notes, certificates of participation and lease-purchase obligations;
- Compliance with Public Records Act, Open Meeting Act and ethics laws;
- Land-use and development issues, including public improvement projects, public-private partnerships, and procurement and disposition processes;
- Charter review and amendment processes, annexations and appropriations.
- Economic development laws, programs and resources, including use of tax increment financing, creation and operation of special improvement districts, joint economic development zones, community reinvestment areas, state and federal loan and grant programs and the like; and
- Development and financing of broadband internet capabilities for underserved communities.

CONTACT INFORMATION

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INDUSTRIES & PRACTICES

Economic Development
Public Finance
Public Sector
Real Estate
Health Care Law

Bar Admissions & Activities

- Member, Ohio Bar Association; Dayton Bar Association



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Education

- Cleveland Marshall College of Law (J.D.), 1993
- John Carroll University (B.A.), 1990

Awards & Recognition

- Listed, *Best Lawyers in America* (Economic Development Law; Real Estate Law), 2018–2022
- Dayton Lawyer of the Year, *Best Lawyers in America* (Real Estate Law), 2020
- Listed, Who's Who in Real Estate, *Dayton Business Journal*, 2018
- Rising Star, *Ohio Super Lawyers* (Real Estate; Health Care; State, Local & Municipal), 2005–2007
- Ranked as AV Preeminent by Martindale-Hubbell

Presentations & Published Works

- Speaker, "On-site and Mobile Health Clinics," OSBA Capital Conference, November 2020
- Speaker, "Shared Services and Local Government Collaboration," Mid-Ohio Regional Planning Commission (MORPC), July 2020
- Speaker, "Continuing Disclosure and Municipal Securities," Ohio Treasurer's Cincinnati CPIM Academy, September 2017
- Speaker, "ESC Facilities Workshop," Ohio Educational Service Center Association (OESCA), June 2017
- Speaker, "Public Projects and State Incentive Toolbox," I-70/75 Development Association Economic Development Summit, May 2017
- Speaker, "IRS Revenue Proclamation 97-13 and Management Contract Compensation Models," Cincinnati and Columbus, Ohio, January 2014
- Speaker, "Construction Project Management, A Survey of Critical Laws You Need to Know," Cincinnati, Ohio, November 2008
- Speaker, "Ohio's New Eminent Domain Laws," Joint Annual Meeting of the American Association of Civil Engineers, Dayton Chapter; the Society of Military Engineers, WPAFB, March 2008
- Speaker, "Public Utilities and Ohio's New Eminent Domain Laws," the International Right of Way Association, Regional Chapter, January 2008
- Speaker, "Common Interest Communities: Condominiums, PUDs and Subdivisions," University of Dayton Law School, May 2007; Cincinnati, Ohio, Fall 2006

Professional & Community Activities

- Board Member and current Chairperson, CityWide Development Corp, 2018-present



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- Board Member and current Vice Chair, House of Bread, 2018-present
- President, Executive Committee, Greene County Community Foundation, 2004-2017
- President, Bellbrook/Sugarcreek Education Foundation, 2005-2016
- President, Executive Committee, Recovery Centers, Inc. (dba Women's Recovery Center), 2006-2013
- Member, Board of Directors, Artemis Center for Alternatives to Domestic Violence, 1997-2003; President, 2000-2002
- Member, Dayton Chapter, NAIOP
- Member, Ohio Hospital Association
- Member, American Health Lawyers Association
- Member, National Association of Bond Lawyers (NABL)

Experience

Financing and conversion of public hospital to nonprofit business

Assisted Adams County Regional Medical Center in its conversion from a county-owned hospital to a private health care provider. The transaction required obtaining bond financing for the acquisition and conversion of the hospital facilities, real property and assets, and resulted in the continuation of local care for Adams County residents.

Conversion of public hospital and affiliation with large health care system

Advised a government-owned hospital and worked with elected officials to convert a public hospital into a nonprofit business and large health care system affiliate. The transaction involved unique and negotiated features necessary to satisfy elected officials' priorities, the community's needs for local health care access, and the opportunities and efficiencies available through affiliation with a sophisticated tertiary care system.