

Partner ▪ peter.schwartz@dgsllp.com ▪ 303.892.7381



## EXPERTISE

Asset Management, Business Formation, Corporate Governance, Mergers & Acquisitions, Nonprofits, Private Equity & Venture Capital, and Public Companies

## EDUCATION

Columbia Law School, J.D., *Harlan Fiske Stone Scholar*, 1996

Massachusetts Institute of Technology, M.S.R.E., 1993

Massachusetts Institute of Technology, M.C.P., 1993

Princeton University, B.A., *magna cum laude*, 1989

## ADMITTED IN

Colorado, District of Columbia, New York, and Washington

Peter Schwartz's principal areas of practice include: corporate finance; public and private securities offerings; merger and acquisition transactions for public and private companies; and private equity and other alternative asset fund formation, mutual funds, and investment advisers. He also counsels traditional for-profit, public benefit, and nonprofit clients on compliance and disclosure issues, as well as on general corporate and governance issues.

Mr. Schwartz has practiced at Davis Graham & Stubbs LLP since 2000. Prior to that, he was an associate at a law firm in Washington, D.C. from 1996 to 2000.

## AWARDS AND RECOGNITION

- Since 2006, Mr. Schwartz has been recognized in *The Best Lawyers in America*® for Mutual Funds Law and was named Denver "Lawyer of the Year" for Mutual Funds Law by *Best Lawyers*® in 2013 and 2016.
- Since 2016, he has been recognized as a *Colorado Super Lawyer* by Thomson Reuters in the practice area of Securities and Corporate Finance.
- Mr. Schwartz was awarded *Law Week Colorado's* Barrister's Best 2016 as the "People's Choice" Lawyer for Nonprofit Law.
- In 2017, he became an American Bar Foundation Fellow, joining an honorary organization of attorneys, judges, law faculty, and legal scholars whose public and private careers have demonstrated outstanding dedication to the welfare of their

communities and to the highest principles of the legal profession. Membership is limited to one percent of lawyers licensed to practice in each jurisdiction. Members are nominated by their peers and elected by the Board of the American Bar Foundation.

- While at Columbia Law School, Mr. Schwartz was a Harlan Fiske Stone Scholar each year (awarded annually in recognition of superior academic achievement) and was the recipient of the Jane Marks Murphy Prize in 1996 (awarded annually to a student who displays exceptional interest and proficiency in advocacy in clinical offerings).

## CIVIC AND PROFESSIONAL ACTIVITIES

Mr. Schwartz is the past chairman of the Board of Directors of the Colfax Marathon (to serve from 2018 to 2020), after serving as chairman from 2016 to 2018. He has served on the Board since 2013. The Colfax Marathon is a nonprofit organization whose mission is to produce the premier marathon weekend in the Mountain West Region while being committed to community, philanthropy, and fun. Originally created by the cities of Denver, Lakewood, and Aurora to recognize Colfax Avenue, the longest commercial street in the U.S., the race has grown to be a nationally recognized event featuring unique courses incorporating the iconic landmarks of the Mile High City.

Mr. Schwartz also serves as the chairman of the Colorado Lawyers Committee (CLC), after serving as

Secretary/Treasurer from 2016 to 2018. He has been a member of the Executive Committee since 2013 and a member of the Board of Directors since 2006. The CLC is a nonpartisan consortium of more than 70 Colorado law firms with over 800 volunteer attorneys dedicated to creating and increasing opportunities for children, the poor, and other disadvantaged communities through advocacy, negotiation and litigation.

Mr. Schwartz is involved in several other civic and pro bono projects. He served as co-chair of the Legal Services component of Project Homeless Connect since its inception in 2005 and he is a mentor in the Colorado Attorney Mentoring Program (CAMP) and for associates at DGS. He also leads several projects that seek to expand the ability of corporate attorneys to find and undertake transaction-related pro bono opportunities.

## SELECTED PUBLICATIONS

Mr. Schwartz has written and co-authored articles in several journals, including a bi-monthly column in *Wall Street Lawyer* for nearly 20 years. He is also the co-author and contributing author of several chapters and treatises on corporate, securities, and nonprofit matters.

### Corporate & Securities

- Peter H. Schwartz & Stephanie G. Danner, “SEC/SRO Update: Financial Regulators Modify Volcker Rule; SEC Charges Microcap Fraud Scheme Participants Attempting to Capitalize on the COVID-19 Pandemic; SEC Proposes Amendments to Update Form 13F for Institutional Investment Managers; SEC and Justice Department’s Antitrust Division Sign Historic Memorandum of Understanding,” *Wall Street Lawyer* (August 2020)
- Peter H. Schwartz & Kelsey A. Swagger, “SEC/SRO Update: SEC Adopts Amendments to Reduce Unnecessary Burdens on Smaller Issuers by More Appropriately Tailoring the Accelerated and Large Accelerated Filer Definitions; SEC Proposes to Modernize Framework for Fund Valuation Practices; SEC Enhances Standards for Critical Market Infrastructure; Foreign National and American Trader Settle Fraud Charges in Edgar Hacking Case.” *Wall Street Lawyer* (June 2020)
- Peter H. Schwartz & Kelsey A. Swagger, “SEC/SRO Update: SEC Proposes Rule Changes to Harmonize, Simplify, and Improve the Exempt Offering Framework; SEC Amends Rules to Improve Disclosure and Encourage Issues to Conduct Debt Offerings on a Registered Basis; SEC Proposes Amendments to Modernize and Enhance Financial Disclosures.” *Wall Street Lawyer* (April 2020)
- Peter H. Schwartz & Laura Pflumm Cerezo, “SEC/SRO Update: SEC Proposes to Modernize Regulation of the Use of Derivatives by Registered Funds and Business Development Companies; SEC Proposes Rules to Implement the Statutory Mandate to Adopt Resource Extraction Disclosure Rules; SEC Proposes to Codify Certain Consultations and Modernize Auditor Independence Rules,” *Wall Street Lawyer* (February 2020)
- Peter H. Schwartz & Kelsey A. Swagger, “SEC/SRO Update: SEC Proposes Amendments to Modernize Shareholder Proposal Rule; SEC Adopts New Rule to Allow All Issuers to “Test-the-Waters”; Supreme Court Agrees to Hear *Liu v. SEC*,” *Wall Street Lawyer* (December 2019)
- Peter H. Schwartz & Laura Pflumm Cerezo, “SEC/SRO Update: SEC Proposes Amendments to Modernize Business, Legal Proceedings & Risk Factor Disclosures Under Regulation S-K; SEC Clarifies Investment Advisers’ Proxy Voting Responsibilities & Application of Proxy Rules to Voting Advice; SEC Increases Fee Rates for Fiscal Year 2020,” *Wall Street Lawyer* (October 2019)
- Peter H. Schwartz & Laura Pflumm Cerezo, “SEC/SRO Update: SEC Announces Several Changes in Chairman’s Executive Staff; Allison Herren Lee Sworn in as SEC Commissioner; SEC Staff Publishes Statement on Managing Transition Away From Libor,” *Wall Street Lawyer* (August 2019)
- Peter H. Schwartz & Laura Pflumm Cerezo, “SEC/SRO Update: SEC Rules to Implement FAST Act Mandate to Modernize and Simplify Disclosure Made Effective; SEC Names New Legal and Division Chiefs; SEC Proposes to Improve Disclosures Relating to Acquisitions and Dispositions of Businesses; SEC Proposes Amendments to Refine the Accelerated and Large Accelerated Filer Definitions,” *Wall Street Lawyer* (June 2019)
- Peter H. Schwartz & Scott Turbeville, “SEC/SRO Update: SEC Proposes to Expand “Test-the-Waters” Modernization Reform to All Issuers; Former Big Four

Audit Firm Executive and Former PCAOB Employee Convicted of Wire Fraud; SEC Adopts Rules to Implement Fast Act Mandate to Modernize and Simplify Disclosure,” *Wall Street Lawyer* (April 2019)

- Peter H. Schwartz & Scott Turbeville, “SEC/SRO Update: SEC in Shutdown; SEC Penalizes Issuer for Presenting Non-GAAP Financial Measures Without Giving GAAP Measures Equal Prominence; SEC Adopts Rule for Disclosure of Hedging by Officers, Directors & Other Employees,” *Wall Street Lawyer* (February 2019)
- Peter H. Schwartz & Scott Turbeville, “SEC/SRO Update: OCIE Releases Examination Initiatives for Registered Investment Companies; OCIE Issues Risk Alert Related to the Cash Solicitation Rule for Investment Advisers; SEC Cracks Down on Unregistered Coin Offerings,” *Wall Street Lawyer* (December 2018)
- Peter H. Schwartz & Laura Cerezo, “SEC/SRO Update: SEC Chairman Wants More Individuals to Invest in Private Companies; SEC Awards More Than \$54 Million to 2 Whistleblowers; Elad Roisman Sworn in as Newest SEC Commissioner; SEC Charges ICO Superstore and Owners with Operating as Unregistered Broker-Dealers,” *Wall Street Lawyer* (October 2018)
- Peter H. Schwartz & Scott Turbeville, “SEC/SRO Update: SEC Amends Definition of “Smaller Reporting Company”; Commissioner Pivowar Steps Down; SEC Adopts Inline XBRL For Tagged Data; SEC Proposes Whistleblower Rule Amendments,” *Wall Street Lawyer* (August 2018)
- Peter H. Schwartz & Laura Cerezo, “SEC/SRO Update: SEC Awards Whistleblower More Than \$2.1 Million; Altaba, Formerly Known as Yahoo!, Charged with Failing to Disclose Massive Cybersecurity Breach, Agrees to Pay \$35 Million; SEC Launches ‘SALI’-A New Investor Protection Search Tool; SEC Proposes Amendment to the ‘Loan Rule’,” *Wall Street Lawyer* (June 2018)
- Peter H. Schwartz & Scott Turbeville, “SEC/SRO Update: SEC Issues Updated Cybersecurity Guidance to Public Companies; SEC Settles Four Auditing Cases With Accounting Firms; NYSE and Affiliated Exchanges Pay \$14 Million Penalty for Multiple

Violations of Regulation SCI,” *Wall Street Lawyer* (April 2018)

- Peter H. Schwartz & Laura Cerezo, “SEC/SRO Update: Robert Jackson and Hester Peirce Sworn in as SEC Commissioners; SEC Issues Agenda for Inaugural Meeting of the Fixed Income Market Structure Advisory Committee; SEC Staff Provides Regulatory Guidance for Accounting Impacts of the Tax Cuts and Jobs Act; SEC Proposes Amendments to the Freedom of Information Act (FOIA) Regulations,” *Wall Street Lawyer* (February 2018)
- Peter H. Schwartz & Scott Turbeville, “SEC/SRO Update: SEC Announces Measures to Facilitate Cross-Border Implementation of MiFID II; SEC Proposed Rules to Implement Fast Act Mandate; SEC Chairman Clayton Provides Update on Review of 2016 Cyber Intrusion Involving EDGAR System,” *Wall Street Lawyer* (December 2017)
- Peter H. Schwartz, “SEC/SRO Update: SEC Adopts Interpretive Guidance on Pay Ratio Rule; Hedge Fund Advisor Charged for Inadequate Controls to Prevent Insider Trading; SEC Charges Former Amazon Employee with Insider Trading; Hester Peirce and Robert Jackson Nominated to Fill Open SEC Commissioner Positions,” *Wall Street Lawyer* (October 2017)
- Peter H. Schwartz & Julie R. Blaser, “SEC/SRO Update: U.S. Supreme Court to Review Scope of Whistleblower Protection Under Dodd-Frank; Preparing for the CEO Pay Ratio Disclosure Rule; SEC Expands Non-Public IPO Review to All Companies; SEC Files Insider Trading Charges Against Research Scientist Seeking to Avoid SEC Detection,” *Wall Street Lawyer* (August 2017)
- Peter H. Schwartz, Kevin T. Teng, and Shira E. Cooks, “Colorado Division of Securities Adopts New Exemption from Investment Adviser Licensing Requirements,” *DGS Client Alert* (July 2017)

#### Nonprofits

- Contributor, *Principles & Practices for Nonprofit Excellence in Colorado*, 4<sup>th</sup> Ed. (Colorado Nonprofit Association, 2018)
- Peter H. Schwartz, “Liability and Risk Management for Nonprofit Organizations,” a revised chapter of *Guide for Colorado Nonprofit Organizations*, 2nd Ed. (Karen E. Leaffer ed., CLE in Colo., Inc. Supp. 2018)

- Peter H. Schwartz & Scott H. Challinor, "Liability and Risk Management for Nonprofit Organizations," a chapter of *A Guide for Colorado Nonprofit Organizations*, First Ed. (Karen E. Leaffer ed., CLE in Colo., Inc. Supp. 2016)
- Contributor, *Principles & Practices for Nonprofit Excellence in Colorado*, 3<sup>rd</sup> Ed. (Colorado Nonprofit Association, 2015)
- Peter H. Schwartz & Anna Minkinow, "Colorado Governance Principles" (Lex Mundi Pro Bono Foundation, 2013)

#### Public Benefit Corporations

- Peter H. Schwartz & Otto Miguel Hanson, "Colorado Passes Amendments to Public Benefit Corporations Act," *DGS Client Alert* (June 2017)

## SELECTED SPEAKING ENGAGEMENTS

#### Corporate & Securities

- Panelist, "Advertising Your Fund," DGS Private Fund Academy (May 2018)
- Panelist, "SEC Enforcement Developments," ALPS Fund Services (ALPS) Client Forum (March 2018)
- Panelist, "SEC Enforcement Developments," ALPS Fund Services (ALPS) Client Forum (Mar. 2017)
- Panelist, "Dodd-Frank and Investment Advisor Registration: A Look Back and a Look Forward," Colorado Bar Association: Securities Subsection Luncheon Series (November 2016)
- Moderator, "Surviving Regulatory Examinations," DGS Compliance Roundtable Series (September 2016)
- Panelist, "SEC Enforcement and Investment Management Litigation Trends," ALPS Client Forum (March 2016)
- Panelist, "Cybersecurity: The Changing Regulatory Landscape for Asset Managers," DGS Compliance Roundtable Breakfast Series (November 2015)
- Panelist, "SEC Exam Issues for New or Private Fund Registered Advisors" Cohen and Co. Client Conference (September 2015)
- Panelist, "Current Regulatory Issues," *Denver 1940 Act Group* (March 2015)

#### Nonprofits

- Speaker, "Nonprofit Contracts: Protecting Your Organization," Lorman Live Webinars (October 2017)

- Moderator, "Continuing Legal Education (CLE) Component of the Nonprofit Audit Legal Clinic," Colorado Nonprofit Pro Bono Legal Group (February 2017, July 2017, and February 2018)
- Speaker, "Insurance Policies for Nonprofits," Nonprofit Learning Lab (January 2017)
- Speaker, "Nonprofit Contracts: Protecting Your Organization," Lorman Live Webinars (October 2016)

#### Public Benefit Corporations

- Panelist, "Colorado Public Benefit Corporations Start on April 1, 2014 – Are You Ready?" B-Lab Colorado (January 2014)

#### Other

- Panelist, "Here's How to Pay It Forward: Pro Bono In-House Style," Association of Corporate Counsel (Colorado Chapter): Pro Bono Committee (July 2015)
- Panelist, "The Role of Business Lawyers in Providing Legal Services that Directly or Indirectly Help the Poor," American Bar Association Business Law Section: Pro Bono Breakfast and Committee Meeting (August 2010)