

## PHILIP S. HARRIS

17 Frances Avenue  
Larkspur, California 94939

80 Wheatherstone Place  
Lake Oswego, Oregon 97035

Tel (503) 706-6916

Fax (270)-512-9696

[Philip@HarrisHospitalityLaw.com](mailto:Philip@HarrisHospitalityLaw.com)

[www.HarrisHospitalityLaw.com](http://www.HarrisHospitalityLaw.com)

### EXPERIENCE:

#### PRIVATE PRACTICE

Hospitality and Real-Estate Attorney  
San Francisco, California and Portland, Oregon

4/2007 to present

Assisting clients with a variety of business matters including negotiating construction contracts, leasing agreements, and real-property acquisitions, analyzing and drafting CC&Rs, evaluating corporate organization formalities, negotiating technology agreements, providing on-site consulting related to labor compliance issues, developing and implementing employment related programs including leave law, meal and rest period compliance and harassment and discrimination training. Recently assisted a start-up medical temporary staffing agency with all matters necessary to commence operations.

GENERAL COUNSEL and CEO  
Shilo Management Corporation  
Portland, Oregon

8/2005 – 4/2007

General Counsel and CEO for 1600-employee, privately held hotel company owning, franchising and operating 45 limited and full service hotels in 9 western states and Texas (shiloinns.com). Responsibilities included:

- Overseeing all of the company's legal matters including all finance and real-estate agreements, human resource issues, intellectual property and all operations agreements.
- Directly managing the finance, design, construction, and start-up of a 160-suites full service hotel in Killeen, Texas, and negotiating all agreements related to the development and construction of that project.
- Negotiating and effecting two multi-property refinance transactions on 10 and then 13 hotels within a 45-day period.
- Overseeing all litigation and corporate governance
- Evaluating and negotiating asset acquisition, disposition and lease transactions
- Evaluating and authorizing capital expenditures

GENERAL COUNSEL and CORPORATE SECRETARY  
VIP'S Industries, Inc.  
Wilsonville, Oregon

2000 – 7/2005

General Counsel for 400-employee regional hotel management and development company comprised of 13 Phoenix Inn Suites and 2 franchised hotels in Oregon, Washington and Arizona. Primary responsibilities included corporate governance, employment and labor law including HR oversight, contract review and negotiation, real property acquisition and disposition including eventual sale of substantially all hotel assets, lease negotiations, risk management including claims handling and litigation management, negotiation and purchasing of all company insurance including employee benefits and commercial property/casualty coverages, and providing ongoing advice to operations executives.

ATTORNEY  
Davis Wright Tremaine, LLP  
Portland, Oregon

1996 - 1999

Advise hotel and restaurant business clients on various matters related to acquisition, management and licensing of properties. Represent clients before state agencies on licensing and rule drafting matters. Negotiate resolutions of disputes with third parties.

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ATTORNEY 1992 - 1996  
Ericsson & Egan  
Portland, Oregon

Draft contracts, negotiate transactions, provide risk assessment evaluations and offer general business advice to hospitality related clients with focus on real estate, employment and asset transfer agreements. Advise individuals with respect to structuring business entities.

**OTHER RELATED EXPERIENCE:**

PROFESSOR 1994 - 2000  
Mount Hood Community College  
Portland, Oregon

Taught hospitality law courses.

GENERAL MANAGER 1987 - 1988  
Corporate Food Services, Inc.  
New York, New York

General Manager, food service operations.

MANAGER 1984 - 1987  
Red Lion Inns  
Oregon, Washington and California

Various management positions.

**EDUCATION:**

NORTHWESTERN SCHOOL OF LAW OF LEWIS & CLARK COLLEGE J.D. 1992  
Portland, Oregon  
Graduated *cum laude*

CORNELL UNIVERSITY, School of Hotel Administration B.S. 1984  
Ithaca, New York,  
Academic honors 1981, 1982, 1983

**OTHER:**

Admitted to practice in the Federal courts and in the State courts in California, Oregon and Washington.