

Patricia A. Harris

SPECIAL COUNSEL LEED AP

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Patricia (Patti) A. Harris, Special Counsel at Zetlin & De Chiara LLP, provides legal and business counsel to architects and engineers across the country. A serial entrepreneur, Ms. Harris is the founder and CEO of Licensensure, which provides business and licensing compliance services to design professionals. From 2000 to 2013, she served as the Managing Partner of Zetlin and De Chiara. Ms. Harris started her career as a corporate attorney with two New York City law firms and her legal practice focuses on mergers and acquisitions, business organization and management issues, and licensing issues.

Ms. Harris is very active in design industry organizations. She is Past-President and a member of the Board of the Global Design Alliance. She is also a member of the Board of Trustees and serves as General Counsel of the Beverly Willis Architecture Foundation, having served as Board Chair in 2015. Ms. Harris is also a member of ExComm. She serves as General Counsel to the New York Chapter of the American Institute of Architects (AIA). In 2012, she served on the Mayor's Task Force for Rebuilding New York City.

She speaks and writes about business organization and professional licensing to industry organizations such as the AIA and ACEC.

Ms. Harris has been recognized for her leadership by the Global Design Alliance which presented her with their **Sutherland Award** for service to the design industry. She is recognized in *Super Lawyers'* list of top rated attorneys. In 2024, Ms. Harris was selected to City & State New York's 2024 "Fifty Over 50 – The Age Disruptors" list. This annual list honors some of the most accomplished individuals in New York who have achieved success and, as part of that, made New York City a better

place.

Education

New York University, M.B.A, with distinction

New York University, J.D.

Pomona College, B.A.

Admissions

New York

EXPERIENCE

Representative Matters

Commercial

Acquisition of an Engineering Firm and Subsequent Professional Licensing

We represented a national MEP engineering firm in the acquisition of another engineering practice. The acquisition provided our client with broader expertise in strategic vertical industries including education and healthcare.

We prepared and negotiated the asset purchase agreement as well employment agreements for the principals of the acquired firm. We reviewed the active project contracts on behalf of both parties to confirm that all consent and licensing issues were attended to pre-closing. We also assist our client with securing and tracking business-level licensing in all states in which it conducts business on an ongoing basis and have assisted the acquired firm with licensing support requires as a result of the acquisition.

Architectural Firm Acquisition and Asset Purchase Agreement

We represented an architectural services firm, which operates as part of a broader network of architectural, engineering and construction businesses, in its the acquisition of a New York and New Jersey-based architecture firm, including the preparation and negotiation of an Asset Purchase Agreement. The sale of the company was an exit strategy for the acquired firm's principals. The acquisition triggered a business review and restructuring of the multiple-entity A/E/C network,

including ownership transfers between certain principals of the businesses.

Engineering Firm Reorganization, Debt Restructuring and Professional Licensing

We are representing an international engineering company in a multi-phase restructuring of their U.S. operations. We worked with top management in the United Kingdom and the United States to develop a strategic plan which served as the basis for the U.S. restructuring. We prepared documentation in connection with a debt restructuring related to two of the firm's U.S. entities. In addition to advising on the restructuring of the U.S. business entities, we are overseeing the revisions to the multiple entities' business-level licensing in the 50 states in which they do business, which includes specific challenges related to practice in multiple branches of engineering and complying with state rules regarding responsible individuals in charge of the practice during the business transition periods.

Licensing Strategy In Connection with Acquisition of an Engineering Company

We advised a billion-dollar, privately held company and its acquisition counsel on the business-level licensing strategy and certain internal contractual arrangements required to effect the acquisition of an engineering practice that was authorized in 41 states. Because of how the acquisition was structured, the target firm was going to fall out of licensing compliance in numerous states where it was providing engineering services upon acquisition. This transaction was especially demanding because it entailed a licensing compliance review in all of the states in which both companies conduct business and the preparation of a multi-entity pre- and post-acquisition licensing plan that would enable all ongoing engineering work to continue to be delivered by an authorized business entity throughout the transaction. We also worked with the client post-acquisition to consolidate the business-level professional licensing in the states in which they conduct business.

HONORS

Honors & Recognitions

- City & State New York's 2024 "50 Over 50"
- Supers Lawyers
- The Sutherland Award 2019, Global Design Alliance
- Women Worth Watching Awards 2014, Profiles in Diversity Journal
- Urban Green Space Service Award 2013, Special Recognition, The Mayor's NYC Building Task Force

- Outstanding Woman 2009, Women's Builder's Council

NEWS & EVENTS

News

Z&D Special Counsel Patti Harris Quoted in Contractor Magazine
Contractor Magazine, 03.27.2025

Z&D Special Counsel Patti Harris Appointed as General Counsel of AIA New York
01.01.2025

Super Lawyers 2024 Recognizes 13 Zetlin & De Chiara Attorneys
10.24.2024

Special Counsel Patricia Harris Selected to City & State NY's 2024 "50 Over 50" List
01.31.2024

Super Lawyers 2023 Recognizes 14 Zetlin & De Chiara Attorneys
09.22.2023

Super Lawyers 2022 Recognizes Zetlin & De Chiara Attorneys for Their Expertise in Construction Law
Super Lawyers

Zetlin & De Chiara Attorneys Widely Recognized in Super Lawyers 2021
09.30.2021

Making Sure Good Deeds Go Unpunished
New York Real Estate Journal, 06.22.2021

Eight Firms Join Forces to Form the Workwell Coalition
06.22.2020

Speaking Engagements

Patti Harris to Present at 2024 AIA Tri-State Fusion Conference
11.19.2024

Patti Harris to Speak at AIA Women's Leadership Summit 2024
10.10.2024

Patti Harris to Speak at the 2024 ASLA Conference on Landscape Architecture
10.06.2024

Preparing for Ownership Transition: It's Never Too Early
Virtual, 11.03.2022

Patti Harris to Speak on Business Entities and Licensure at Context & Clarity LIVE
Online, 11.11.2021

Business Up Front: Contracts and Compliance
Virtual, 06.23.2021

Architectural Practice Panel: Navigating the MWBE Process
Center for Architecture, 03.11.2020

Zetlin & De Chiara Attorneys to Moderate Panels at 2019 Tri-State ACEC Fall Conference
Monday, September 23

State of Confusion: Laws and Regulations Impacting Multijurisdictional Practices
Center for Architecture, 08.20.2019

Publications

Ownership Transition Options for Small Firms
American Institute of Architects NYS, 02.07.2023

State Regulation of the Design Professional
ABA Forum on Construction Law | Design Professional's Guide to Construction Law, 04.28.2021

AFFILIATIONS

Community & Professional

Global Design Alliance

Beverly Willis Architecture Foundation

The Association of the Bar of the City of New York, Construction Law Committee

The American Bar Association

General Counsel / Board Membership

Board of Directors, Global Design Alliance, 2005-Present

Chair-Elect, Global Design Alliance, 2020

Member of the Board of Directors, Member of the Executive Committee, Treasurer and past- Board Chair, Beverly Willis Architecture Foundation