

Megan Foscaldi

Partner

Boston

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Megan handles high-stakes securities offerings, complex strategic transactions, and robust corporate governance matters.

OVERVIEW

Megan advises public and private companies and private equity funds on corporate and securities law matters, including public and private securities offerings and complex strategic transactions. She also counsels clients in a range of industries on matters of corporate governance and compliance with SEC reporting obligations.

REPRESENTATIVE MATTERS

- Advised PureCycle Technologies on its purchase of \$246.7 million of \$249.5 million exempt facility revenue bonds issued by the Southern Ohio Port Authority.
- Represented Tampa Electric Company, a public utility company providing retail electric service in West Central Florida, in the issuance of a series of senior unsecured notes in an aggregate principal amount of \$500 million through a public offering.
- Represented Peoples Gas System, Inc., in the issuance and sale of the company's (i) 5.42% senior notes, series A, due December 19, 2028, (ii) 5.63% senior notes, series B, due December 19, 2033, and (iii) 5.94% senior notes, series C, due December 19, 2053, in an aggregate principal amount of \$925 million.
- Represented Peoples Gas System, Inc., in a five-year senior unsecured syndicated revolving credit facility with a total commitment of \$250 million.
- Represented New Mexico Gas Company, Inc., in the issuance and sale of the company's 6.36% senior unsecured notes, due October 19, 2033, in an aggregate principal amount of \$100 million.
- Represented Tampa Electric Company in two short-term credit facility transactions. First, Tampa Electric completed a 364-day senior unsecured revolving credit facility with a total commitment of \$200 million. The Bank of Nova Scotia serves as the initial lender, administrative agent, lead arranger, bookrunner, syndication agent, and documentation agent. Second, Tampa Electric Company secured a 364-day syndicated senior unsecured revolving credit facility with a total commitment of \$200 million.
- Represented Brynwood Partners, a private equity firm focused on control investments in consumer product businesses, in the closing of its ninth fund, Brynwood Partners IX L.P., with more than \$750 million of committed capital.
- Advised Adams Resources & Energy, Inc., in the repurchase of all shares of Adams common stock owned by

KSA Industries, Inc., the company's largest stockholder, and members of the family of the late Kenneth Stanley Adams, Jr., the company's founder, who are affiliated with KSA.

- Represented Ponce Financial Group, Inc., and PDL Community Bancorp in connection with the multiple-step conversion and reorganization of Ponce Bank Mutual Holding Company from the mutual to stock form of organization and related stock offering.
- Represented Seaport Capital for its \$240 million private equity fund Seaport Capital Partners VI, L.P. (Fund VI).
- Represented Ponce Bank, Ponce Bank Mutual Holding Company, PDL Community Bancorp, and Ponce Financial Group, Inc., in connection with Ponce Bank's proposed second-step conversion and Ponce Financial's concurrent stock offering.
- Represented Tampa Electric Company in the issuance of two series of senior unsecured notes in an aggregate principal amount of \$800 million through a public offering for which the lead underwriters were MUFG Securities America Inc., RBC Capital Markets, LLC, and Wells Fargo Securities LLC.

AWARDS

- *The Best Lawyers in America*® Ones to Watch, Corporate Law (2022)

TOP AREAS OF FOCUS

- Capital Markets
- Corporate Governance
- Mergers + Acquisitions
- Private Equity

ALL AREAS OF FOCUS

- Capital Markets
- Corporate
- Corporate Governance
- Mergers + Acquisitions
- Private Equity

PROFESSIONAL/COMMUNITY INVOLVEMENT

- Pro bono, New England Shelter for Homeless Veterans

PROFESSIONAL EXPERIENCE

- Legal intern, Massachusetts Department of Revenue
- Manager, account strategy and merchant development deal team, American Express

EDUCATION AND CERTIFICATIONS

EDUCATION

- Boston University School of Law, J.D., member, *Review of Banking and Financial Law*
- Cornell University, B.S.

BAR ADMISSIONS

- Massachusetts
- New York

PUBLICATIONS

- Co-author, “SEC Adopts Revised Stock Buyback Disclosure Requirements,” Locke Lord, May 5, 2023.
- Co-author, “Electronic Form 144 Filings: Reminder of April 13th Deadline,” Locke Lord, February 13, 2023.
- Co-author, “Making the Case for Interval and Tender Offer Funds – Hedge Fund and Private Equity Sponsors Can Increase Their Investor Base and Provide Liquidity to Investors,” Locke Lord, November 12, 2020.