

Nancy B. Miller, Of Counsel

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Focus

[Real Estate Business](#)

Profile

Nancy Miller brings nearly two decades of experience advising clients on complex finance and real estate transactions.

Nancy's broad transactional background makes her a versatile member of Dunn Carney's Real Estate and Business Practice Groups. She regularly assists clients with sophisticated financing structures, purchase and sale transactions, and development matters. Her experience spans both private and public sector projects, and she is a valued contributor to the firm's opinion letter committee.

Over the course of her career, Nancy has represented lenders, developers, public agencies, and private companies in a wide range of corporate, finance and real estate transactions. Her work includes structuring and closing complex commercial deals, advising on public financing arrangements, and navigating regulatory considerations affecting development projects.

Nancy earned her J.D. from the University of Oregon School of Law, where she served as Articles Editor for the Oregon Law Review. During law school, she completed internships with the Federal Trade Commission and the U.S. Securities and Exchange Commission. She received her B.A., with Honors, in Comparative Literature and Italian Studies from the University of California, Davis.

Outside of the office, Nancy enjoys traveling, reading, and spending time with her husband and two children. She also serves as a part-time faculty member teaching Legal Analysis and Writing at Portland Community College.

Admissions

Oregon State Bar

Education

University of Oregon, J.D., 2006

University of California, Davis, B.A., Comparative Literature and Italian Studies, with *Honors*

Results & Expertise

Drafted lease documentation for a \$400M cross-border transaction involving innovative green-energy technology and alternative currency structures.

Lead attorney on a \$225M real estate acquisition financing for an international bank, including drafting loan and security documents and resolving cross-cultural negotiation challenges.

Represented a national bank affiliate in the purchase of a \$20M general obligation bond anticipation note for construction financing to a public health district.

Represented a 501(c)(3) hospital system borrower in multi-state secured financings, including legal opinions, disclosure, and intercreditor negotiations.

Represented a nonprofit student housing provider in an \$18M public tax-exempt bond issue.

Represented a large public company in complex real estate finance transactions for affordable housing involving low-income tax credits and tax-exempt bonds.

Negotiated a wide range of public finance transactions on behalf of financial institution investors, including revenue bonds, lease-purchase transactions, and qualified 501(c)(3) conduit financings.

Assisted in acquisition financing for the purchase of a 1,000+ unit nationwide restaurant portfolio in the largest franchisee-to-franchisee sale in U.S. history, managing multi-state real estate matters.

Negotiated complex business and loan transactions directly with senior opposing counsel.

Advised C-suite executives and business owners on strategies to reduce legal exposure and financial risk.

Analyzed corporate, financial, and contractual data to identify issues and deliver practical, business-focused solutions.

Designed and implemented risk-management frameworks that strengthened compliance and supported executive decision-making.