



TANA M. MATERI

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Tana M. Materi joined the firm in 1999. She is a member of Carney Badley Spellman's Board of Directors and is the Chair of its Business Department.

Ms. Materi focuses her legal practice on corporate, finance and M&A transactions. Her broad experience includes:

- drafting and negotiating letters of intent (LOI)
- drafting and negotiating on the buy side or sell side -
 - stock purchase
 - asset purchase
 - merger agreements
- drafting and negotiating -
 - debt and equity finance documents
 - commercial loan transactions
 - shareholder agreements
 - employment agreements
 - transition agreements
 - licensing and distribution agreements
- advising on post closing -
 - purchase price adjustments
 - earn-outs
 - indemnification matters
- creating, dissolving, and working with partnerships, limited liability companies, and joint ventures
- advising on corporate governance

Ms. Materi's merger and acquisition work includes representing buyers and sellers of businesses across a broad spectrum of industries, including retail, e-commerce, manufacturing, administrative services (business consulting, staffing), food and beverage, construction, dental services, education, consumer products, communications, and aerospace.

Ms. Materi works with family-owned and closely-held businesses of all sizes on wide-ranging legal issues, including contract negotiation and drafting, business counseling and shareholder disputes. She serves as outside general counsel to a number of private companies in the Pacific Northwest, including professional services like law firms, accounting firms, and banks.

Prior to entering the practice of law, Ms. Materi was a finance officer and Captain in the Canadian Air Force. She served as the Squadron

Education

JD, *magna cum laude*, Seattle
University School of Law
B.Mgt., University of Lethbridge

Bar and Court Admissions

State of Washington
U.S. District Court, Western
District of Washington

Professional Associations

King County Bar Association
Washington State Bar
Association

Logistics Officer for the Canadian Forces Air Demonstration Team, The Snowbirds, prior to her retirement from the Canadian Forces in 1996.

Honors and Recognitions

Ms. Materi is listed in Best Lawyers for Corporate/M&A Law, Best Lawyers in America, 2025 Edition.

She was listed multiple years in the Washington Rising Star magazine for Washington state.

What Clients Say About Tana:

“Tana Materi and her talented team guided us through two M&A transactions in one year. Both had detailed and involved due diligence processes. Both had substantive legal work. Tana and her team advised us well, delivered promptly, billed fairly, and kept their cool (and ours) when we encountered any obstacles. I strongly recommend Tana and her team, as well as the broader Carney, Badley, Spellman team, for your M&A transaction.”

“I have worked with a number of attorneys in my business career, and I honestly can say Tana Materi is the best attorney I have ever worked with. Before, during and after the sale of my Company Tana made herself available to answer questions, advise and explain in detail questions and issues that arose during the sale. Tana is very detailed oriented and is a pleasure to work with!”

“Selling our business with Tana Materi and her team, Jared Vermillion and Sara Alderin, were extremely efficient in the management of our success in our company’s sale. We highly recommend them. They made a difficult process in closing, seamless. A Win! Win!”

“It was our pleasure to work directly with Tana Materi and her team in the selling of our 108 year-old company. They were with us every step of the way. Spoke our language and listened to our concerns. If ever the opportunity arises again, I will be right back with them.”

“Tana Materi and her talented team recently guided my business partners and I through a complex and challenging M&A transaction. Their attention to detail and responsiveness were greatly appreciated. We obtained sound legal advice and were kept informed at all stages of the process. I could not have asked for better representation. I strongly recommend Tana as well as the broader Carney, Badley, Spellman team, for any corporate and M&A work.”