



## Rachel Orr

### Partner

Kansas City

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**When asked about her personal philosophy, Rachel said, “I believe it is my responsibility to add value to every client engagement. It’s not enough to provide legal counsel, it is the value of the services delivered that make the difference for the clients.” According to one general counsel, “I couldn’t run the legal department or be an executive without the help of outside counsel. I am thrilled to work with Rachel Orr.”**

Rachel Orr brings a wealth of knowledge and dedication to Lathrop GPM’s Real Estate practice group. Rachel’s practice encompasses all aspects of real estate development and capital finance, with a focus on secured lending transactions involving various tax credits, development incentives and related real estate issues. Clients benefit from Rachel’s practical approach, attention to detail, and dedication to their success. Her ability to navigate complex transactions and regulatory requirements with ease makes her a trusted advisor for real estate development and capital finance needs.

Routinely representing lenders, investors and developers in complex real estate development projects, Rachel provides a comprehensive understanding of the intricate regulatory landscape. She represents:

- Bank leasing divisions
- Bond underwriters and placement agents
- Casino and gaming developers
- Higher education institutions
- Hospitals and health care groups
- Hotel and hospitality developers

## Areas of Focus

### Services

[Financial Services](#)

[Real Estate & Development](#)

[Sales, Exchanges & Leases](#)

[Opportunity Zones](#)

[Development & Incentives](#)

[Bond Financing](#)

### Sectors

[Education](#)

[Health Care](#)

[Industrial & Manufacturing](#)

[Restaurant, Food & Beverage](#)

[Technology](#)

[Financial Institutions](#)

- Lenders
- Municipalities, school districts, community improvement districts and transportation development districts
- Nonprofits
- Real estate developers
- Residential market-rate apartment developers
- Restaurant, bar, sports and recreation complex developers
- Self-storage companies
- Tax credit investors
- Technology companies and start-ups

One of Rachel's key strengths is her focus on low-income housing tax credit practices, leveraging her LLM in taxation to provide clients with insightful, strategic advice. Before joining the firm, Rachel worked at a boutique public finance firm where she conducted bond counsel tax analysis for several years. This background enables her to deliver precise and effective tax-related counsel, ensuring that clients maximize their benefits and comply with all necessary regulations.

Rachel is also well-versed in the green energy sector, particularly in investment tax credits for solar and other sustainable energy projects. She provides robust support for clients seeking to invest in environmentally responsible construction.

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## Experience

### Bond Counsel

- Serving as bond counsel for significant bond issuances such as \$7.2 billion in Chapter 100 Bonds to fund a data center campus.
- Serving as bond counsel to a nonprofit community college foundation with respect to the development of a new student housing facility and the rehabilitation of an existing student housing facility in Minnesota.
- Providing counsel for the issuance of \$40 million of Industrial Revenue Bonds to achieve real property tax abatement for a large international company's expansion of its commercial facility in Kansas.
- Serving as bond counsel for the issuance of \$50 million in Chapter 100 Bonds to fund the development of a new headquarters/home office campus for a publicly traded company.
- Representing a municipality in the issuance of more than \$43 million in bonds to fund the redevelopment of a former shopping center site, dealing with tax code changes to anticipate all possible contingencies and minimize the tax obligation for the developer.

## Developer's Counsel

- Serving as developer's counsel on the development of a non-profit/for-profit development of a \$15 million mixed-income workforce housing development project in Kansas City, Missouri.
- Counseling clients on the use of development incentives, including the formation of qualified opportunity funds, to support large-scale residential projects, including a 151 residential apartment unit building.
- Acting as legal counsel for the developer in the creation of a 54-unit low-income housing tax credit property in Oklahoma.
- Serving as developer's counsel for hotel projects involving property acquisition, partitioning and negotiating development incentives.

## Opportunity Zone Counsel

- Assisting with the formation of a qualified opportunity zone business, the amendment and restatement of qualified opportunity fund organizational documents, and the adoption of a written schedule to satisfy the working capital safe harbor under the U.S. Treasury Regulations to address project delays caused by the COVID-19 global pandemic.

## Lender's Counsel

- Serving as lender's counsel for both bridge and permanent financings related to the development of a 54-unit low-income housing tax credit development in Kansas City, Missouri.
- Serving as lender's counsel for the development of an assisted living facility in Olathe, Kansas.
- Serving as lender's counsel for a \$9.6 million equity bridge loan related to the development of a 236-unit low-income housing tax credit project in Detroit.
- Acting as purchaser's and lender's counsel for a \$20.8 million credit facility for a 216-unit low-income multifamily housing project in South Carolina.
- Providing purchaser's and lender's counsel for a \$17.6 million credit facility related to the acquisition and development of a 212-unit low-income housing tax credit project in North Carolina.

## Partnership/Year 15 Exits

- Assisting multiple general partner entities with the assignment of their interests in approximately 20 limited partnerships that own 500+ multifamily apartment units in Tennessee. The assignments included seeking approval and consent to the transfers from approximately 100 limited partners, the state housing agency, HUD and USDA – Rural Housing Service.
- Guiding multiple general partner entities with the assignment of their interests in 38 limited partnerships that own approximately 700 multifamily apartment units in Kansas. The assignments included seeking approval and consent to the transfers from approximately 100 limited partners, the state housing agency, HUD, and USDA – Rural Housing Service.

## Renewable Energy

- Serving as developer's and borrower's counsel on the development of multiple solar arrays projects in New Mexico.
- Serving as special tax counsel to a municipality in Indiana with respect to the installation of a solar array project to provide energy needs to municipal buildings and facilities.

## Tax Counsel

- Representing multiple nonprofits as special tax counsel in their tax-exempt borrowings through the nonprofit attorneys in the Minneapolis office.
- Supporting the issuance of close to \$65 million Certificates of Participation for the construction of a municipal jail facility in Missouri.
- Serving as tax credit counsel for a \$55 million redevelopment project involving the conversion of a historic building in Massachusetts into a hotel with retail space.
- Advising on the redevelopment of historic buildings into commercial spaces, combining tax credit proficiency with real estate development acumen.
- Serving as developer's counsel for the development of a hotel and retail project in Kansas, including negotiating tax abatement and other development incentives with the City
- Guiding the issuance of industrial revenue bonds for large-scale commercial expansions, achieving substantial tax abatements.

Also serving as local counsel for lenders, borrowers and developers, Rachel supports clients nationwide with real estate matters in Kansas, Missouri, Arkansas and Illinois.

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## Credentials

### Education

- New York University School of Law, LL.M., Taxation, 2013
  - National Association of Bond Lawyers Scholarship Recipient
- University of Arkansas School of Law, J.D., 2012, cum laude
- Arkansas Law Review, Research Editor
- Charles Thomas Pearson Fellow
- Dean's List
- Judge Thomas F. Butt Excellence in Legal Writing Award

- University of Arkansas, B.S., Business Administration, 2008
- President's and Dean's List
- Outstanding Student in Management Finalist

### Bar Admissions

- Arkansas
- Missouri

### Recognition

- *Missouri & Kansas Super Lawyers, "Rising Star,"* 2017-2023
- *The Best Lawyers in America*®, Ones to Watch, Tax Law, 2021-2022
- Up & Coming Award, *Missouri Lawyers Media*, 2020

### Accolades



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### Professional Activities

- Arkansas Bar Association, Member
- Association for Governmental Leasing and Finance, Member, 2013-2018; Planning Committee Member, 2015
- Downtown Council of Kansas City, Board of Directors
- Leadership Council on Legal Diversity, Fellow, 2023
  - Pathfinder Program, 2018
- LGBTQ Bar Association of Greater Kansas City (formerly KC LEGAL)
  - Board Member, 2017-present;
  - Secretary, 2018-2020;
  - Vice President, 2019-2020;

- President, 2020-2022
- The Missouri Bar, Member
- Missouri Bar Leadership Institute, Planning Committee
- Women in Public Finance — Kansas and Missouri Chapter, Member and Board Member