HUSCH BLACKWELL



David C. Agee

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OVERVIEW

Whether pursuing market opportunities or managing risk, clients view David as their call of first resort for strategic and trusted business and legal advice.

David relies on decades of business and transactional experience to provide clients with practical, goal-oriented legal counsel that touches on virtually all facets of their operations. He routinely serves clients in the role of outside general counsel and leads large, multidisciplinary teams in a broad range of corporate and transactional projects to achieve client objectives. Terms that describe David's overarching skills include, among others, trusted adviser, strategic thinker, connector of dots, and problem solver.

David's practice includes representation of a variety of local, national, and international companies from day-to-day operational matters to complex challenges and projects, including mergers and acquisitions, joint ventures and strategic alliances, sophisticated

"I have worked with Dave Agee for a number of years. He is a remarkable aviation and corporate finance lawyer. I would trust (and have trusted him) with any size corporate transaction. We are fortunate to have partnered with him and his talented team."

— Kate Hayashi, Associate General Counsel – Corporate, American Airlines, Inc.

Industries

Manufacturing
Technology
Transportation

Services

Aviation
Commercial Contracting
Corporate
Employee Stock Ownership Plans
Hospitality
International
Mergers & Acquisitions

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commercial transactions, business planning and strategies, real estate, corporate finance, and international transactions. David's industry experience spans virtually all aspects of the commercial and business aviation industry, as well as the automotive, manufacturing, hospitality, and technology industries, and he also routinely represents entrepreneurs and startup companies in developing, organizing, and financing emerging companies.

In particular, David is leader of the firm's aviation practice team and boasts deep experience in the commercial and private/business aviation industry, serving as special counsel for domestic and international commercial airlines in connection with thousands of new and used large commercial aircraft orders (firm and options) and related acquisition, disposition, and financing transactions. He has also handled significant airport leasing, development, and related issues and transactions, sales and property taxation issues, and subsidiary dispositions and acquisitions. He also has counseled clients on transactional and regulatory aspects of Unmanned Aircraft Systems (UAS) and in the area of Advanced Air Mobility (AAM), including USDOT and FAA matters.

David also has served in an outside general and special counsel role to major maintenance, repair, and overhaul facilities, aircraft management companies, corporate flight departments, charter operators, fixed-base operators in both the commercial and business aviation sectors, and has significant experience in the VIP aircraft completion sector. He has represented both U.S. and foreign business aviation clients (high-net-worth individuals and corporate flight departments in connection with large private business aircraft acquisitions, financings, leasing, management, charter leasing and maintenance, repair, modifications, and completions matters.

Experience

AVIATION INDUSTRY

- Served as counsel to American Airlines in the negotiation and finalization of a multi-year agreement with CFM International for the selection, acquisition, and long-term maintenance of LEAP 1A engines for hundreds of firm and option Airbus aircraft. This effort involved multiple interconnected agreements governing the acquisition and maintenance of such engines over an extended number of years per engine.
- Represented long-term client in negotiation of purchase agreement for 50 new Airbus longest-range version of its A321 aircraft, the A321 XLR.
- Advised major commercial airline on complex transaction involving acquisition of 47 Boeing 787 aircraft and associated engines, and comprehensive long-term engine maintenance agreement.

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Experience

- Lead counsel for airline in connection with firm order of 100 Boeing 737 MAX aircraft, plus options, and restructuring of existing purchase and other agreements regarding Boeing 787, 737NG and 777 aircraft and associated engines.
- Co-counsel for commercial airline in connection with large aircraft order (935 firm and option aircraft), including classic and new engine aircraft.
- Lead counsel for airline in connection with cross-border sale-leaseback of multiple aircraft with aggregate transaction value of approximately $200 million.
- Counsel for commercial airline in multiple owner participant and owner trustee transfers.
- Persuaded Federal Aviation Administration (FAA) to reduce proposed civil penalty by 79 percent.
- Counsel for international charter and aircraft management company in regard to regulatory, operational and commercial transaction issues, including special projects, charter agreements and aircraft management agreements.
- Represented commercial airline in connection with multiple used aircraft dispositions, including transactions involving buyers located in Australia, Nepal, Mongolia and Russia.
- Lead counsel for airline in connection with firm order and financing transaction for 150 commercial aircraft, plus options for an additional 150 aircraft.
- Counsel for charter company in connection with acquiring DOT issuance of a Certificate for Public Convenience and Necessity authorizing domestic and international charter operations of an Airbus A319 VIP aircraft.
- Provided outside general counsel services for a major business aviation maintenance and overhaul facility and completion center, including negotiation of completion agreements for large VIP aircraft.
- Co-counsel in connection with merger of two commercial airlines.

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Experience

- Served as special counsel in providing *lex situs* opinions for foreign lenders in connection with U.S. deliveries of new and used aircraft.
- Served as outside general counsel for major maintenance, repair and overhaul facility for large aircraft engines.
- Lead counsel for commercial airline in connection with engine selection campaigns for Boeing and Airbus aircraft, and associated long-term engine maintenance agreements (power by the hour [PBH]).
- Served as counsel in connection with numerous new and used aircraft acquisition, sales, financing and leasing transactions for U.S. and foreign airlines and business aviation clients, including those based in Mexico, Saudi Arabia and Turkey.
- Negotiated purchase agreements for one of the largest buyers of Embraer Phenom aircraft, valued at $75+ million.
- Represented major commercial airline in the negotiation of purchase agreements for 85 of Airbus's A321neo family aircraft and 85 of Boeing's 737 MAX 10 aircraft, co-leading aircraft transactions.

GENERAL CORPORATE MATTERS

- Counsel in connection with multiple merger and acquisition transactions involving privately and publicly held companies, manufacturing facilities, aviation companies, and lodging and healthcare-related organizations with consolidated enterprise values generally ranging from $10 million to $250 million.
- Co-counsel for majority shareholder of public company in going private transaction, with transaction value of approximately 1.8 billion.
- Represented real estate development company in connection with divestiture, reorganization and refinancing of multiple residential and commercial developments.
- Counsel in connection with divestiture and reorganization of multiple automotive dealerships.

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Experience

- Counsel for controlling shareholder in restructuring/going private transaction involving publicly held hotel and management company with enterprise value of approximately $900 million.
- Counsel for agribusiness in converting to an employee stock ownership plan with an enterprise value in excess of $50 million.

Recognition

- *The Best Lawyers In America*®
  - Corporate Law, 2007-2027
  - Corporate Governance Law, 2016-2027
  - Equipment Finance Law, 2016-2027
- *The Legal 500 United States*
  - Transport: Aviation and air travel: finance, Recommended lawyer, 2025 and 2026
- *IFLR 1000 United States*
  - Financial and corporate (Missouri), Market Leader, 2025
-
- *Biz417,* Biz 100, Law, 2016-2025
- Missouri & Kansas Super Lawyers, Aviation, 2005, 2008-2016
- *Springfield Business Journal*, "Men of the Year," Inaugural Class, 2011, Trusted Advisers Legacy Adviser, 2014
- Martindale-Hubbell AV Preeminent

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Education

- J.D., University of Missouri School of Law
  - *cum laude*
  - Order of the Coif
- B.S., Missouri State University
  - Finance
  - *cum laude*

Admissions

- Missouri
- U.S. District Court, Western District of Missouri
- U.S. Supreme Court

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Community Leadership

Present and Past:

- United Way of the Ozarks, Board of Directors, Chair
- Wings of Hope, Board of Directors, Chair
- UMB Bank, Springfield Region, Advisory Board of Directors
- Downtown Council of Champions, Board of Directors
- Agricultural & Mechanical Society, Inc. d/b/a Ozark Empire Fair and Event Center, Board of Directors (Past President)
- Springfield Area Chamber of Commerce, Past Chairman of Board of Directors, Chairman of Past Chair's Advisory Council, Member Local Issues Task Force, Chairman of International of Business Council, Member of Springfieldian Selection Committee
- City of Springfield, Member of City Manager Search Committee
- City of Springfield, Enhanced Enterprise Zone Board of Directors
- Springfield Business & Development Corporation, Board of Directors
- Springfield Convention and Visitors Bureau, Board of Directors
- Springfield Good Community Committee, Member
- Partnership Industrial Center Administrative Council, Member
- Ronald McDonald House Charities, Past Chairman of Board of Directors
- American Red Cross, Greater Ozarks Chapter, Past Chairman of "Red"iness Capital Campaign
- Make-A-Wish Foundation of Missouri; Board of Directors and Vice President
- Tim O'Brien Memorial Foundation Inc., Board of Directors
- Springfield-Southeast Rotary Club
- Greater Ozarks Professional Baseball Association, Board of Directors

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- Springfield's Best Foundation, Board of Directors
- Springfield's Best "Locally Owned Companies," Board of Directors



The Best Lawyers in America®

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