



## Ryan A. Whelpley

Senior Attorney

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As a Senior Attorney of the Firm's Corporate Practice Group, Ryan focuses his practice on helping businesses of all types and sizes navigate complex challenges. Ryan has experience in both buy-side and sell-side mergers & acquisitions, venture capital investments, equity, convertible note, and SAFE financings for startup and emerging growth companies, and general corporate matters.

In addition to his corporate law practice, Ryan is active in the emerging field of name, image, and likeness (NIL) in college athletics. Ryan has been quoted in NIL publications and has discussed NIL legal issues on sports law podcasts. As a former college basketball player, Ryan is uniquely situated to assist college athletes in NIL deals and opportunities, while also making sure universities and businesses are in compliance with NIL laws and policies.

Prior to joining Morse, Ryan was an associate at a full-service law firm in Upstate New York, where he advised publicly held companies on compliance with federal securities laws and NYSE and Nasdaq rules and regulations, including preparation and filing of Forms 10-K, 10-Q, and 8-K, proxy statements, registration statements, and other SEC filings and reports.

### Representative Matters

- Represented an athlete at the University of Virginia in the negotiation of an NIL contract.
- Represented an Atlantic Coast Conference athlete in the negotiation of an NIL contract.
- Represented a sports betting app in its acquisition by Yahoo Sports.
- Represented an athlete marketing and eCommerce platform in its acquisition by and subsequent spin-out from a multibillion-dollar consumer-focused flow blockchain company.
- Represented an athlete marketing and eCommerce platform in a convertible note financing with a national sporting goods retailer.

### Education

Albany Law School, J.D., Co-Valedictorian, *summa cum laude*

Albany Law Review

Union College, B.A., *summa cum laude*

### Admissions

Massachusetts Bar

New York Bar

### Practice Areas

Corporate

Mergers & Acquisitions

Startups & Emerging Companies

Venture Capital

- Represents a digital wellbeing platform in general corporate matters.

## Speaking Engagements

Speaker, Negotiating NIL Contracts, The University of Texas at Austin

Guest Speaker on Podcast, Freddie Freeman Agent Dispute, MLB Arbitration Recap, & 1-Year NIL Anniversary, *Conduct Detrimental*

## Publications

What's Market: Indemnification Caps and Baskets in M&A Transactions

Quoted: Lawyers taking notice of emerging NIL practice niche, *Massachusetts Lawyers Weekly*

Congress Passes New M&A Broker Registration Exemption

Quoted: Why are U.S. Senators introducing bill targeting 501(c)(3) NIL collectives?, *On3*

Pennsylvania Amends NIL Law to Allow Schools to Arrange NIL Deals, *Conduct Detrimental*

NCAA Issues New Guidance Clarifying NIL Rules for Institutions, *Conduct Detrimental*

Idaho High School Activities Association Adopts Rule Change to Permit NIL for High School Athletes, *Conduct Detrimental*

NIL Could Soon Be Coming to Pennsylvania for High School Athletes, *Conduct Detrimental*

Louisiana, Missouri Amend NIL Laws; South Carolina on Path to Suspend NIL Law, *Conduct Detrimental*

Minnesota, North Dakota High School Athletic Associations Pass NIL Policies, *Conduct Detrimental*

NCAA Issues New NIL Guidance Aimed at Boosters, *Conduct Detrimental*

Quoted: Can a NIL collective ACTUALLY be a charity?, *Extra Points*

Mississippi and Tennessee Amend NIL Laws to Allow Schools to Facilitate NIL Deals, *Conduct Detrimental*

Tax tips: Athletes who made NIL money have new homework (on3.com)

Quoted: College players who made NIL money have new homework – paying taxes, *On3*

Tax Season FAQs for NIL Income, *Conduct Detrimental*

U.S. Senators Propose New Bill to Change NCAA Infractions Process, *Conduct Detrimental*

Adidas Launches NIL Network that could Pay More than 50,000 Student-Athletes, *Conduct Detrimental*

Pointing the Finger: Congress Blames NCAA in Gender Equity Issue, *Conduct Detrimental*

Breaking the Piggy Bank: HS Recruit Signs Record-Breaking NIL Deal Worth over \$8 Million, *Conduct Detrimental*

Mustache Madness: Drew Timme Signs NIL Deal for March Madness, *Conduct Detrimental*