

Charles F. Mitchell

Attorney, Business Executive, Arbitrator/Mediator

Summary

Senior level executive with more than thirty-five years of combined business and legal experience guiding organizations through complex and high-stakes legal, business, and operational challenges. Demonstrated success in corporate governance, strategic planning, risk management, and mergers and acquisitions, with extensive leadership in the construction and government contracting industries. Experienced in delivering practical solutions, building strong stakeholder relationships, and managing transformative transactions and dispute resolutions.

Contact Information

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Bar Memberships

- **State of Maryland**
- December 19, 1989
- **District of Columbia**
- December 18, 1991
- **U.S. District Court, District of Maryland**
- February 23, 1990
- **U.S. District Court, District of Columbia**
- December 7, 1998
- **U.S. Court of Federal Claims**
- July 11, 1991
- **U.S. Court of Appeals, Fourth Circuit**
- November 5, 1990
- **U.S. Court of Appeals, Federal Circuit**
- November 6, 1991
- **U.S. Court of Appeals, District of Columbia Circuit**
- November 23, 1998
- **U.S. Supreme Court**
- June 15, 2009

Subject Matter Expertise

Alternative Dispute Resolution

- Extensive experience as the advocate, party representative, and officiant in various ADR proceedings, including binding and non-binding arbitration, mediation, and dispute review boards.
- American Arbitration Association panel member.
- Certified mediator, focused primarily on the resolution of construction and government contract disputes.

Bonding and Insurance

- Managed relationships with bonding insurance agents, underwriters, and claims managers.
- Negotiated and resolved numerous payment and performance bond claims, and property and general liability insurance claims.

Claims and Dispute Resolution

- Responsible for the preparation of change order proposals, requests for equitable adjustments, and certified claims on federal, state, local and private projects, including claims for constructive changes, delay, disruption, differing site conditions, defective design, equal products, termination for convenience and termination for default.
- First chair and second chair experience in state and federal trial courts, state and federal appellate courts, various boards of contract appeals and private arbitrations.
- Served as lead counsel and also the corporate representative for the company in the litigation and negotiated resolution of complex, multi-party disputes, including several “bet the company” cases.

Compliance

- Created and implemented compliance and ethics programs, including compliance manuals and training materials.
- Conducted live compliance training for all levels of company employees.
- Led the investigation and resolution of compliance issues.

Professional Associations

- American Bar Association
- ABA Forum on Construction Law
- Fellow, American College of Construction Lawyers
- Maryland State Bar Association
- District of Columbia Bar
- Montgomery County Bar Association

Speaking Engagements

Frequent author and presenter to various professional organizations, including the American Bar Association and the Mechanical Contractors Association of America.

Topics include:

- Commercial and construction law
- Government procurement
- Risk management and claims analysis
- Ethics and compliance
- Labor and employment
- Employment
- Dispute resolution
- Managing financially distressed contractors

Guest lecturer, American University (undergraduate and law school classes). Focus on white-collar investigations and contract management.

Instructor, MCAA Institute for Project Management. Courses in contract and risk management.

Instructor, MCAA National Education Initiative. Presentations on topics related to contract and project risk management.

Contract Management

- Created contract forms for upstream contractors and downstream subcontractors and vendors.
- Reviewed and negotiated upstream and downstream contract modifications.
- Created and conducted contract training programs for key project personnel to assist with the identification and management of contract risks.

Corporate Leadership and Governance

- Created and maintained corporate structure for organization with seven separate operating entities.
- Negotiated and formed various joint ventures and teaming agreements, including SBA 8(a) joint ventures.
- Participated in multiple business strategic planning sessions, including follow-on implementation of business plans.

Human Resources, Employment and Labor

- Created and negotiated employment agreements for senior level company executives.
- Investigated and resolved internal employment-related claims, including discrimination and harassment claims, and union grievances.
- Created and implemented employee training programs.
- Created and implemented company-wide OFCCP 16-step program.
- Responsible for leading responses to EEOC, OFCCP and DOL audits and investigations.

Mergers & Acquisitions and Distressed Business Management

- Negotiated and managed management buyout of privately held company.
- Negotiated and managed leveraged sale of privately held company to private equity buyer.
- Negotiated and managed the simultaneous sales of five distressed business units, including negotiations with buyers and third-party financial stakeholders.
- Managed due diligence efforts on various M&A transactions.
- Managed the wind down of distressed business units following corporate insolvency.

Real Estate

- Negotiated numerous real estate transactions, including commercial lease transactions, real estate purchase agreements and numerous subleases.

Risk Management

- Managed the creation and implementation of company-wide enterprise risk management program, including insurance and bonding, subcontractor prequalification, and internal audit.

Boards and Community Service

Suburban Hospital Foundation, Chairman

University of Maryland Alumni Association, Former Board Member

Montgomery Youth Hockey Association, Past President

Training and Counseling

- Trained senior and junior management on various business topics, including business ethics and compliance; risk management; contract management; labor and employment; and claims avoidance and claims management.

Work Experience

Blue Fence Advisors | Present | Founder & Principal

Provide business and legal consulting services, helping clients evaluate and respond to complex business issues, problems, and disputes.

American Arbitration Association | Present | Panel Member

Serve on the Construction Industry National Panel of Arbitrators.

The Kirlin Group | 1993–Present | Chief Administrative Officer & General Counsel; Member, Board of Managers

Oversee legal affairs, risk management, and human resources for a privately held construction company with seven business units, 1,500+ employees, and \$600M+ in annual revenue. Also serve on the Board of Managers.

Dunnells, Duvall, Bennett & Porter | 1987–1993 | Associate Attorney & Law Clerk

Managed litigation of construction and government contract disputes in public and private sectors, as well as general commercial litigation.

Braude Margulies, PC | 1985–1987 | Law Clerk

Researched and drafted memoranda and pleadings on construction law. Served as principal clerk for a five-month federal construction jury trial in Delaware.

Education

Georgetown University Law Center, Juris Doctor, Evening Division, 1989

University of Maryland, College Park, Bachelor of Arts, 1985

- Pi Sigma Alpha
- Provost's List of Outstanding Students