



Scott H. Moss

Partner
Co-chair, Fund Regulatory & Compliance

New York
T: +1 646.414.6874 | F: +1 973.597.2335
smoss@lowenstein.com

Highly respected by industry peers for his depth of regulatory knowledge, Scott has counseled hundreds of investment management clients in the implementation of compliance programs, as well as in the development of plans to ensure ongoing adherence to emerging regulatory standards.

He possesses a thorough knowledge of the entire panoply of the overlapping securities and commodities laws, rules, and regulations affecting his clients. Scott is part of a team that "always understands the issues at hand, responds very quickly and is able to suggest creative solutions to issues that are often very complicated." (*The Legal 500*)

Scott's extensive experience includes representing offshore and U.S.-based funds, investment advisors, broker-dealers, commodity pool operators, and commodity trading advisors in formation and structuring, securities and commodities regulation, mergers and acquisitions, and other financial transactions.

Scott is also a prominent author and lecturer on corporate law, securities transactions, and investment management. His advisory roles include:

- Adjunct Professor at Rutgers Law School, "Hedge Funds and Investment Adviser Seminar" (2008-2017)
- Lawyers' Advisory Committee and Conference Committee for the Managed Funds Association
- IA Legal and Regulatory Subcommittee and Speaking Faculty of the National Society of Compliance Professionals

EXPERIENCE

- > Advising domestic and offshore hedge funds, private equity funds, and other pooled investment vehicles regarding structure, formation, and ongoing operational issues.
- > Advising fund managers and other investment advisors with respect to Securities and Exchange Commission and state regulatory issues and compliance-related matters.
- > Advising on broker-dealer regulation and CPO/CTA compliance.
- > Crafting and negotiating corporate agreements, including placement agent agreements, operating agreements, and partnership agreements.

HONORS & AWARDS

- > **Chambers USA: America's Leading Lawyers for Business (2019-2020)**
Ranked Band 1, Nationwide, Investment Funds - Regulatory & Compliance
- > **The Legal 500 - USA (2012 and 2017)**
Recognized in the area of Investment Fund Formation and Management – Alternative/Hedge Funds
- > **Super Lawyers: Rising Star (2013)**

NEWS & INSIGHTS

Publications

- > March 31, 2021
"2020 and Q1 2021 Developments and Annual Compliance Checklists," *Investment Management Client Alert*
Scott H. Moss, Brian A. Silikovitz, Rachel Ingwer, Mary J. Hildebrand CIPP/US/E, Andrew E. Graw, Doreen M. Edelman, Megan Monson, George Danenhauer, Andrew Bisbas, Christian C. Contardo, Manas Kumar
- > March 12, 2021
"Translating SEC Exam Priorities Into Compliance Action Items," *Law360*
Rachel Maimin, H. Gregory Baker, Scott H. Moss, David L. Goret

- > March 10, 2021
"New Registration and Examination Requirements for New York Investment Adviser Representatives," *Investment Management Client Alert*
Scott H. Moss, Manas Kumar
- > January 22, 2021
"SEC Modernizes Investment Adviser and Solicitor Marketing Rules," *Investment Management Client Alert*
Scott H. Moss, David L. Goret, Brian Nistler, Manas Kumar
- > January 21, 2021
"Fiduciary Rule Prohibited Transaction Class Exemption Released by the DOL," *Employee Benefits & Executive Compensation Client Alert*
Andrew E. Graw, Scott H. Moss, Megan Monson
- > December 4, 2020
"The SEC Identifies Common Investment Adviser Compliance Program Deficiencies Consistent With Deficiencies Recognized by Other Regulators Overseeing Investment Advisers," *Investment Management and Global Trade & Policy Client Alert*
Scott H. Moss, Doreen M. Edelman, Manas Kumar, Christian C. Contardo
- > November 9, 2020
"The SEC Division of Enforcement Publishes 2020 Results," *Investment Management and White Collar Criminal Defense Client Alert*
H. Gregory Baker, David L. Goret, Rachel Maimin, Scott H. Moss,
- > October 27, 2020
"Form BE-180 Deadline Is Fast Approaching for Electronic Filers, Including Private Fund Managers," *Investment Management Client Alert*
Scott H. Moss, Lauren A. Schwartz
- > October 20, 2020
"SEC Proposes Conditional Broker Exemption for Finders," *Investment Management Client Alert*
Scott H. Moss, Ethan L. Silver, Manas Kumar
- > October 20, 2020
"SEC Updates Regulatory Framework for Fund of Funds Arrangements, but Private Funds Remain Subject to Limits on Purchases of Investment Company Shares," *Investment Management Client Alert*
Scott H. Moss, Lauren A. Schwartz
- > September 3, 2020
"SEC Expands the Accredited Investor Definition," *Investment Management Client Alert*
Scott H. Moss, Bettina C. Elstroth, Manas Kumar
- > July 20, 2020
"SEC Proposes to Amend Form 13F Reporting Thresholds for Institutional Investment Managers," *Lowenstein Sandler LLP*
Scott H. Moss, Bettina C. Elstroth, Daniel C. Porco, Manas Kumar
- > July 14, 2020
"OCIE Risk alert: Key takeaways and practical applications for hedge fund managers," *Global Banking & Finance Review*
David L. Goret, Scott H. Moss, Eileen Overbaugh
- > February 27, 2020
"The California Consumer Privacy Act: An FAQ for Investment Managers," *Privacy & Cybersecurity and Investment Management Client Alert*
Mary J. Hildebrand CIPP/US/E, Peter D. Greene, Scott H. Moss, Eileen Overbaugh, Edgar R. Hidalgo CIPP/US
- > February 21, 2020
"2019 and Q1 2020 Developments and Annual Compliance Checklists," *Investment Management Client Alert*
Scott H. Moss, Brian A. Silikovitz, Lesley P. Adamo, Mary J. Hildebrand CIPP/US/E, George Danenhauer
- > February 12, 2020
"SEC Exam Priorities Highlight Flexible, Holistic Compliance," *Law360*
Scott H. Moss, David L. Goret, Brian Nistler
- > January 16, 2020
"SEC's OCIE Releases 2020 Examination Priorities for Investment Advisers, Broker-Dealers, and Other Financial Industry Professionals," *Investment Management Client Alert*
Ethan L. Silver, Scott H. Moss, David L. Goret, Lauren A. Schwartz, Brian Nistler
- > January 15, 2020
"FINRA Amends New Issue Rules 5130 and 5131," *Investment Management Client Alert*
Scott H. Moss, Eileen Overbaugh,
- > November 13, 2019
"The SEC Division of Enforcement Publishes 2019 Results," *Lowenstein Sandler Client Alert*
H. Gregory Baker, David L. Goret, Rachel Maimin, Scott H. Moss,

- > November 12, 2019
"SEC Seeks to Modernize Laws of Attraction for Investment Advisers by Updating Advertising and Cash Solicitation Rules," *Investment Management Client Alert*
Scott H. Moss, Scott Balterman, Lauren A. Schwartz,
- > September 18, 2019
"SEC Identifies Common Principal and Agency Cross Trading Compliance Deficiencies," *Investment Management Client Alert*
Scott H. Moss, Robert J. Menendez, Gina M. Russoniello
- > September 6, 2019
"SEC Further Clarifies Proxy Voting Responsibilities of Investment Advisers," *Investment Management Client Alert*
Scott H. Moss, David L. Goret, Ethan L. Silver, Lauren A. Schwartz
- > July 2, 2019
"SEC Clarifies Federal Fiduciary Duties of Investment Advisers," *Investment Management Client Alert*
Scott H. Moss, Manas Kumar
- > May 16, 2019
"SEC Settlement With Corinthian Capital Reflects Continued Scrutiny of Private Equity Firms and Other Fund Managers," *Private Equity and Investment Management Client Alert*
H. Gregory Baker, Scott H. Moss
- > March 12, 2019
"2018/2019 Developments and Compliance Checklists," *Investment Management Client Alert*
Scott H. Moss, Andrew E. Graw, Mary J. Hildebrand CIPP/US/E, Brian A. Silikovitz, Lesley P. Adamo, George Danenhauer, Megan Monson
- > January 7, 2019
"SEC's OCIE Releases 2019 Examination Priorities for Investment Advisers, Broker-Dealers, and Other Financial Industry Professionals," *Investment Management Client Alert*
Ethan L. Silver, Scott H. Moss, Joseph S. Hendricks
- > December 21, 2018
"SEC OCIE Issues Guidance on Recordkeeping Requirements for Electronic Messaging," *Investment Management Client Alert*
Peter D. Greene, David L. Goret, Scott H. Moss, Benjamin Kozinn, Joseph S. Hendricks
- > November 14, 2018
"SEC Division of Enforcement Announces 2018 Results," *Investment Management Client Alert*
David L. Goret, Scott H. Moss, Joseph S. Hendricks
- > October 12, 2018
"CFTC Streamlines Regulations for Commodity Pool Operators and Commodity Trading Advisors," *Investment Management Client Alert*
Scott H. Moss, Lauren E. Killeen
- > April 2, 2018
"Fiduciary Rule Vacated by 5th Circuit Court of Appeals," *Investment Management and Employee Benefits & Executive Compensation Client Alert*
Andrew E. Graw, Scott H. Moss, Megan Monson
- > February 14, 2018
"The SEC's 2018 Examination Priorities," *Investment Management Client Alert*
Benjamin Kozinn, Scott H. Moss
- > February 7, 2018
"Year-End Developments and Compliance Checklists," *Investment Management Client Alert*
Scott H. Moss, Andrew E. Graw, Mary J. Hildebrand CIPP/US/E, Brian A. Silikovitz, George Danenhauer, Megan Monson
- > December 1, 2017
"Department of Labor Grants 18-Month Delay of Significant Features of the Fiduciary Rule," *Investment Management and Employee Benefits & Executive Compensation Client Alert*
Andrew E. Graw, Scott H. Moss, Megan Monson
- > September 27, 2017
"Common Pitfalls in Investment Adviser Advertising: Balancing Marketing Goals with Compliance Obligations," *Investment Management Client Alert*
Scott H. Moss, David Lifshitz,
- > September 6, 2017
"Digital Tokens: Should SEC Registered Investment Advisers Update Their Code of Ethics?," *Investment Management Client Alert*
Scott H. Moss, Benjamin Kozinn
- > August 15, 2017
"Cybersecurity 2: Insights from OCIE's Recent Round of Cybersecurity Exams," *Investment Management Client Alert*
Benjamin Kozinn, Scott H. Moss,

- > August 11, 2017
"Department of Labor Proposes Delay of Significant Features of the Fiduciary Rule to July 1, 2019," *Investment Management and Employee Benefits/Executive Compensation Client Alert*
 Andrew E. Graw, Scott H. Moss, Megan Monson
- > May 9, 2017
"New Guidance Establishes June 9 Effective Date for Fiduciary Rule, but also Raises Uncertainty as the DOL Continues to Review the Rule," *Investment Management and Employee Benefits/Executive Compensation Client Alert*
 Andrew E. Graw, Scott H. Moss, Megan Monson
- > March 16, 2017
"Fiduciary Rule Update: Department of Labor Issues Temporary Enforcement Relief," *Investment Management and Employee Benefits/Executive Compensation Client Alert*
 Andrew E. Graw, Scott H. Moss, Megan Monson
- > March 1, 2017
"SEC Staff Issues Guidance Update On Robo-Advisers," *Investment Management Client Alert*
 Ethan L. Silver, Scott H. Moss
- > February 7, 2017
"President Trump Directs Department of Labor to Reexamine Fiduciary Rule," *Investment Management and Employee Benefits/Executive Compensation Client Alert*
 Andrew E. Graw, Scott H. Moss, Megan Monson
- > February 3, 2017
"REMINDER - Form SHC: Report of U.S. Ownership of Foreign Securities Due March 3, 2017," *Investment Management Client Alert*
 Scott H. Moss, Robert Bee
- > January 26, 2017
"Year-End Developments and Compliance Checklists," *Investment Management Client Alert*
 Scott H. Moss, Ethan L. Silver, Andrew E. Graw, Brian A. Silikovitz, George Danenhauer, Lesley P. Adamo
- > January 24, 2017
"FINRA Announces 2017 Examination Priorities," *Investment Management Client Alert*
 Ethan L. Silver, Scott H. Moss
- > September 19, 2016
"FINRA's New Limited Registration for CABs Has Limited Use and Appeal," *Investment Management Client Alert*
 Ethan L. Silver, Scott H. Moss, William Brannan
- > September 7, 2016
"SEC Amends Form ADV and Recordkeeping Rules," *Investment Management Client Alert*
 Scott H. Moss, George Danenhauer
- > August 18, 2016
"SEC Adjusts Qualified Client Threshold for Inflation," *Investment Management Client Alert*
 Scott H. Moss, George Danenhauer
- > May 16, 2016
"Department of Labor Issues Final Rules Expanding the Scope of Advisors Who Are Considered ERISA Fiduciaries," *Investment Management and Employee Benefits/Executive Compensation Client Alert*
 Andrew E. Graw, Scott H. Moss, George Danenhauer, Megan Monson

In the Media

- > September 10, 2019
Scott H. Moss is quoted in **Compliance Week** examining the risk alert issued by the Securities and Exchange Commission's Office of Compliance Inspections and Examinations regarding the need for compliance departments to examine investment advisers' failure to adhere to requirements on disclosure and consent.
- > May 9, 2019
Scott H. Moss was interviewed in **Karma** regarding the unique risks that the robo-advisory space poses to the standard model of human advisors helping people to manage their assets. Moss confirms that these risks are manageable, and identifies some potential conflicts that should be addressed when using robo-advisors. (*subscription required to access article*)
- > October 9, 2017
 In **IA Watch**, **Scott H. Moss** discusses best practices for investment advisers to remain SEC compliant when engaging in cross trades and principal transactions.
- > February 23, 2017
 In **Hedge Fund Legal & Compliance Digest**, **Scott Moss** discusses common compliance deficiencies for investment advisers.

SPEAKING ENGAGEMENTS

- > Speaker, **A New Era for Private Fund Managers? What to Expect Under the Biden Administration** , Lowenstein Sandler; Duff & Phelps, Webinar, March 11, 2021
- > Panelist, **SEC Compliance & Exams in the COVID-Age**, Lowenstein Sandler – Managed Funds Association’s Co-hosted Seminar, Webinar, January 27, 2021
- > Panelist, **Cybersecurity for Hedge Funds and Asset Managers: Cost Effective Strategies to Secure Sensitive Data While Maintaining Regulatory Compliance**, Atakama, January 21, 2021
- > Speaker, **Hot Topics in the Age of the Pandemic - SEC Examination/Enforcement Activity and Alternative Data**, Lowenstein Sandler’s Investment Management Breakfast Series, Webinar, September 30, 2020
- > Panelist, **How Managers are Streamlining Operations, Managing 3rd Party Risk, Multiple Data Providers, and Vendor Relationships**, Managed Funds Association DATA 2020, Webinar, September 16, 2020
- > Moderator, **Fireside Keynote Chat: Lessons Learned - Recent Criminal Prosecutions, SEC War Stories and Life as a General Counsel**, Managed Funds Association, July 22, 2020
- > Moderator, **General Counsel / CCO Benchmarking – Compliance in Focus**, Lowenstein Sandler’s Investment Management Breakfast Series, New York, NY, February 12, 2020
- > Moderator, **General Counsel / CCO Benchmarking – Where are we now?**, Lowenstein Sandler’s Investment Management Breakfast Series, New York, NY, September 25, 2019
- > Moderator, **General Counsel / CCO Benchmarking – Compliance in an age of “de-regulation”**, Lowenstein Sandler’s Investment Management Breakfast Series, New York, NY, February 26, 2019
- > Speaker, **Select Topics for Asset Managers – Privacy, Advertising and Enforcement**, New York, NY, May 22, 2018
- > Moderator, **CCO Benchmarking - A Mid-Year Compliance Update**, Lowenstein Sandler Investment Management Breakfast Series, New York, NY, May 2, 2018
- > Moderator, **CCO Benchmarking - The Outlook for 2018**, Lowenstein Sandler Investment Management Breakfast Series, New York, NY, January 23, 2018
- > Facilitator, **Private Equity Fund of Funds Roundtable**, Lowenstein Sandler, New York, NY, October 24, 2017
- > Moderator, **CCO Benchmarking: A Discussion on Compliance Approaches**, Lowenstein Sandler’s Investment Management Breakfast Series, New York, NY, May 23, 2017
- > Moderator, **CCO Benchmarking: An Opportunity to Compare Compliance Notes**, Lowenstein Sandler’s Investment Management Breakfast Series, New York, NY, February 7, 2017
- > Moderator, **Anti-Money Laundering: The Rules and Risks for Fund Managers**, Lowenstein Sandler & MFA Seminar, New York, NY, May 19, 2016
- > Panelist, **Essential Elements for the Newly-Formed PE Firm: Leveraging Your Network, Mitigating CCO Liability in Policies and Procedures**, PEI CFOs and COOs Forum 2016, New York, NY, January 27-28, 2016

EDUCATION

- > Seton Hall University School of Law (J.D. 2001), magna cum laude; Notes Editor, *Seton Hall Law Review*
- > Bentley College (B.S. 1998), magna cum laude

ADMISSIONS

- > New York
- > New Jersey