

## Overview

Our Real Estate Development Team provides comprehensive, strategic, and innovative solutions across the entire real estate development life cycle. Our attorneys have a deep understanding of the complex and evolving real estate industry and utilize their in-depth knowledge to help clients navigate the development process from concept to completion, anticipate and address potential obstacles, and ensure projects remain on track and on budget.

We provide advice and guidance on a broad spectrum of real estate development projects, including commercial, industrial, residential, and mixed-use projects. Our team assists with all aspects of the development process, commencing with land acquisition, obtaining conventional and public financing, equity raises, tax planning, obtaining federal and state entitlements, advising about land use and zoning issues, creating development governance documents, drafting and negotiating organizational documents, joint venture documents, purchase and sale agreements, lease agreements, construction agreements and development agreements.

We have significant experience dealing with federal, state, and local environmental considerations, enabling us to guide our clients through environmental regulations and help them achieve their sustainability goals. We routinely assist clients with sophisticated issues such as government relations, public-private partnerships, tax credit options, title insurance and a wide variety of financing strategies.

We are committed to being at the forefront of real estate trends to ensure our clients benefit from the most current and relevant advice.

## Representative Experience

### DEVELOPMENT AND TRANSACTIONS

- Represented a real estate developer in all aspects of the development of a 1,100 acre mixed-use development including acquisition, conventional and public financing, acquisition of public grants and tax incentives, environmental remediation, construction, zoning and land use, state and federal and local environmental permitting, sales and ground leasing and build to suit leasing

- Represented a major public owner on all aspects of procurement and contracting for the design and new construction of a \$900 million construction project in Austin, Texas, including analysis of insurance policies of prospective project management, design, and construction firms. The project included new construction of 1,500,000 square feet of modern, high-performance office buildings connected by underground tunnels and parking facilities
- Representation of a publicly traded real estate corporation in the sale of multiple apartment complexes located in Texas, Florida, Tennessee, North Carolina, Colorado, Nevada, Arkansas, and Louisiana to a newly formed joint venture between the selling corporation and an investment bank. The assets had a combined market value in excess of \$1 billion and included the assumption of existing financing as well as a new mezzanine loan
- Represented senior lender in \$85 million downtown Dallas condominium development project involving PACE financing
- Represented seller in the sale of a 15 story, 429,477 square foot office building worth more than \$105 million
- Represented a publicly traded real estate corporation in the transfer-in-interest of 40-plus multifamily apartment projects located in Texas, Louisiana, Alabama, Tennessee, North Carolina, Arkansas, Florida and Colorado to a newly formed joint venture between the selling corporation and an investment bank; said assets had a combined market value in excess of \$1 billion, and included the assumption of HUD-insured mortgage loans plus FNMA, Freddie Mac and conventional loans
- Represented a landowner in a long-term ground lease valued at over \$100 million over the lease term to a solar developer
- Represented a real estate fund in the purchase of various farms, ranches, and other rural real estate located in Texas, Oklahoma, Colorado, and Kansas for aggregate purchase price of over \$100 million
- Represented landowner in \$70 million solar farm lease for approximately 3,000 acres in Arkansas
- Represented developer/borrower in acquisition of property in Hays County, Texas and construction of apartment complex with both traditional financing and venture capital financing in a total amount equal to approximately \$50 million
- Represented a real estate developer in all aspects of the development and leasing of a 1,500-bed student housing project
- Served as counsel to developer of a major shopping center which included all land use issues; appearances before the planning commission; handled all financing transactions as well as the sale of

outparcels; prepared leases for stores that developer retained and is leasing to other entities

- Representation of the seller of an island in the Caribbean

## DEVELOPER FINANCING AND TAX

- Served as bond counsel for the first combined tax increment revenue and community enhancement district public bond issue completed in the State of West Virginia for a 1,700 acre mixed use master planned community. Representation included devising structure, assisting with assessment methodology, representation of governmental bond issuer, preparation of financing documents and bond closing
- Represented Pittsburgh-area real estate developer with organizational restructuring and refinancing of an urban mixed-use residential and commercial development valued at \$150 million that included a New Markets Tax Credit structure
- Served as bond counsel for a private placement 501(c)(3) financing to finance a portion of the cost of constructing a wellness and rehabilitation center to be leased and operated by a regional hospital entity. Services included transaction structuring, representation of governmental bond issuer, preparation of financing documents and bond closing representation
- Served as HUD Borrower counsel for a client in connection with development of a multifamily apartment project in Nevada financed with a HUD-insured construction loan in the amount of approximately \$59 million
- Representation of numerous clients in obtaining approvals from HUD for new loans and assumptions in Texas, Florida, Tennessee, Arkansas, Louisiana, Mississippi, and North Carolina
- Routinely represents sellers, purchasers, and borrowers in connection with the construction, final endorsement, refinance, loan modification, sale and acquisition (via TPAs and Modified TPAs) of HUD-insured projects, both in Texas and throughout the United States
- Served as bond counsel for issuance of multiple series of property tax increment revenue bonds and special district excise tax revenue bonds to finance the construction of infrastructure and the construction of a new baseball stadium in an approximately 1,500 acre mixed use retail, office park and entertainment center.
- Represented Ohio based land trust focused on affordable housing in multiple areas, including crafting and maintaining governing documents, negotiating agreements with developers, and exploring alternative financing options

## LITIGATION

- Successfully represented a real estate investment company in defending a suit to quiet title, trespass to title; and declaratory judgment and granting judgment in our client's favor for our counterclaim for possession of the property, back rent, and attorney fees.
- Defended clients in Texas Workforce Commission complaints arising out of claims of Fair Housing Act violations involving discrimination on the basis of disability and race
- Represented title insurance companies and their insured in boundary and lien priority disputes
- Won summary judgment for a builder sued by a condominium association, successfully arguing all implied warranties had been effectively disclaimed and waived by the individual unit owners
- Successfully defended claim against a national title insurance underwriter using novel and creative litigation strategies which addressed standing of sub-prime lender claimant
- Represented property owners in eminent domain proceedings against the Pennsylvania Department of Transportation (PennDot), Pennsylvania Turnpike Commission, and local municipal authorities
- Successfully defended the expansion of legal prior nonconforming uses of property owners who were facing staunch opposition by local zoning officials

## ZONING AND LAND USE

- Represented developer of a 1,200 home residential subdivision, including acquisition of the property, advising the client regarding land use issues, and appearing before the planning commission
- Counseled client with the construction and development of a multi-phase apartment complex, including drafting various documents for the reciprocal use of roads and amenities, and the preparation, review, and negotiation of financing documents for multi-million dollar construction loan
- Worked on behalf of municipality to modify zoning requirements to allow for the construction of a \$130 million multi-use development
- Successfully defended the expansion of legal prior nonconforming uses of property owners who were facing staunch opposition by local zoning officials
- Represented property owners in eminent domain proceedings with PennDOT, Pennsylvania Turnpike Commission, and local municipal authorities

- Represented a real estate developer in the acquisition, re-development and operation of an industrial park that was a former superfund site. Work included environmental remediation, negotiation with US EPA and State regulatory authorities relating to remediations and land use restrictions; obtaining public financing and grants, negotiation of demolition, excavation and construction agreements, creation of restrictive and protective covenants and property owner's governance association, negotiation of utility improvements, traditional financing, leasing and sales
- Represented owners and developers in various land use, zoning and development matters before local governmental and zoning bodies, for projects as varied as retail shopping centers, restaurants, light industrial facilities, office buildings and planned residential communities



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