

Corporate

Barclay Damon's Corporate Practice Area provides a vast array of legal and business counseling services in areas that include strategic planning, operations, and evolving business relationships for individuals and privately and publicly held companies.

With over 60 corporate attorneys, our bench includes both former and current board of director-level health care executives, software and venture-capital executives, energy industry talent, construction and project developers, and commercial finance professionals. Our collective experience includes a wide breadth of business transactions ranging from entity structure and formation, day-to-day operational and intra-company issues, and evolving financing needs to acquisitions and divestitures, restructuring, and succession planning.

In addition to having deep, specialized knowledge and hands-on experience in business and corporate law, our corporate attorneys utilize creative and constructive approaches in resolving legal and business issues, teaming with attorneys across practices that include environmental, financial institutions and lending, intellectual property litigation, real estate, regulatory, and tax to deliver the most targeted legal services available.

We represent companies across a wide variety of industries that include project development, emerging technologies, renewable energy (hydro and solar) and traditional energy, health care, higher education, and hospitality.

Our attorneys are not merely traditional vendors of corporate services, but business partners who take the time to understand their clients' businesses as well as their existing and anticipated future needs. In addition to conventional per-hour billing for services, we work with clients on alternative-fee arrangements based on the unique facts and circumstances at hand.

Supported by the latest technology, Barclay Damon's corporate attorneys are committed to delivering excellent legal services with the skills and depth necessary to represent our clients efficiently in today's competitive and fast-changing market. We plan for today's issues with the flexibility necessary to meet tomorrow's needs on a pragmatic basis, teaming across practice areas to facilitate the closing of transactions.

Business Formation and Structuring Issues

Our attorneys help S and C-corporations, not-for-profit corporations, partnerships, and limited liability partnerships and companies achieve a competitive edge by establishing a sound initial infrastructure to serve them at start up while supporting their future business operations. We work with them to assess and protect both their immediate and long-term interests and assets, identify and evaluate capitalization strategies, and implement appropriate financing strategies as their business evolves.

Operational and Intra-Company Issues

Members of the Corporate Practice Area are experienced in developing and implementing ethics and compliance programs in light of applicable regulatory requirements and best practices. While we structure shareholder and LLC organizational and operational documents to best avoid intra-company conflicts and issues, our attorneys are experienced at addressing and resolving these problems if they do arise.

Financing Issues

We have significant experience representing clients in variety of financing matters that include angel to subsequent-funding rounds, bank financing, traditional asset-based financing, construction and permanent-project financing, tax-credit financing and related structuring, and venture-capital and seed

financing. We have represented a number of VC firms and industry-specialized financing companies in providing financing and acquiring equity positions and have represented business clients in restructuring their existing financing.

Mergers & Acquisitions

Our corporate attorneys regularly represent clients involved in acquisitions, sales, investing, and financing. We guide them through every stage of the strategic-planning process to fully explore all available options, including tax preferential structures, and then effectively negotiate and implement those strategies. Our experience includes asset and equity purchases and sales such as leveraged buy-outs, purchases and sales of divisions and subsidiaries, spin-offs, reorganizations and recapitalizations, joint ventures, and strategic alliances.

Regulatory

We counsel clients in the VC and tax-credit financing, health care, energy, and environmental industries, on compliance, defend their interests through litigation and arbitration, and assist them in consummating complex regulated transactions or transactions involving regulated industries in an innovative, cost-effective, and timely manner.

Contracts and Other Transactional Matters

Whether our clients need advice prior to entering an agreement or after an agreement has been made, we have the experience to guide them through any issues that may arise. We routinely negotiate and draft alliance, asset/stock purchase and sale, consulting, executive employment, licensing, noncompetition, nondisclosure, nonsolicitation, and support and transition agreements using our full understanding of our client's business and objectives. We seek to avoid ambiguities to make transactions easy to implement and to avoid subsequent disputes regarding interpretation. We are experienced in analyzing existing contract content, achieving contract resolutions, and enforcing rights.