

Joint Ventures & Strategic Alliances

Joint ventures and strategic alliances are highly flexible mechanisms designed to share risks and rewards and can be an effective way to fund research and development, expand into new markets, co-market products and develop projects. Our attorneys understand the nuances involved in creating such ventures and are experienced in helping clients across a wide range of industries, with a specialized focus in Real Estate. Navigating the complexities of these types of arrangements, our practice collaborates on a fully integrated basis with other professionals across the firm to provide comprehensive advice, strategy and solutions.

We appreciate and understand the importance of the balance between risk management and financial success, and our team acknowledges our clients' aspiration to collaborate to achieve technical, strategic and financial goals. As we counsel clients at every stage, from formation through the exit or unwinding of complex relationships, we realize the issues unique to the deal at hand. Options vary greatly based on the purpose and goal of the joint venture, the parties involved, and the circumstances surrounding the relationship and the potential collaboration.

Joint ventures and strategic alliances are becoming more commonly used in all industries, including Real Estate, as businesses seek to collaborate to develop new projects, pursue alternative financing arrangements, and realize strategic business objectives. Management, decision making, intellectual property ownership and use rights, competitive landscape and termination rights, among others, are potential issues we work to identify prior to negotiations. Additionally, we are sensitive to the regulatory concerns of tax-exempt organizations and have assisted with the structure of many tax-exempt organizations.

We generally assist clients in considering major negotiating points involving equity joint ventures, including:

- pre-formation issues (securities offering matters)
- capital requirements & obligations
- cash distribution provisions
- allocations of profits/losses and other tax matters
- governance and control, including deadlock resolution
- default remedies
- transfer restrictions and exit mechanisms
- governing law selection