



Hanson Bridgett Health/Senior Care Real Estate Practice

Hanson Bridgett is widely regarded as one of the preeminent health and senior care real estate law firms in the Bay Area. Hanson Bridgett's Real Estate and Construction Section provides comprehensive transactional and litigation services across a broad range of practice areas, including real estate transactions and litigation, healthcare and senior housing and care, land use, design and construction, finance and environmental. Our real estate professionals are further supported by close collaboration with other multi-disciplinary colleagues in the firm, including those with expertise in regulatory compliance, business transactions and tax. Because of this integrated support across disciplines, we are uniquely able and routinely handle every facet of real estate, including joint ventures and entity formation, financing, acquisition and disposition, leasing, development, environmental review and impact mitigation, land use planning, entitlements, CEQA and NEPA compliance, design and construction and federal and state permitting.

We provide comprehensive and coordinated real estate, development and design and construction services involving all types of healthcare assets, including hospitals, medical office buildings, intermediate care facilities, surgery centers, senior housing, skilled nursing facilities, fertility clinics, rehabilitation and specialty centers, psychiatric facilities and retail clinics. Our clients benefit from our deep understanding of the legal, business and regulatory issues that impact hospital systems, medical research organizations, healthcare trade associations, hospices and home health agencies, health maintenance organizations, REITs, developers, investors, operators, joint venturers,

physician groups, and other healthcare providers. We take great pride in understanding our clients' business and providing creative and cost-effective solutions to difficult problems.

For more than 50 years, Hanson Bridgett has led the way in furnishing comprehensive legal services and business advice to senior residential communities, long-term and short-term care providers and specialized enterprises that serve senior citizens. We provide coordinated services to over 300 owners, developers, operators, investors, borrowers and lenders of independent living, assisted living, continuing care retirement communities, and skilled nursing facilities throughout California and nationwide. We offer a thorough awareness of the legal and business issues that impact the senior care industry and are actively involved in its policy making bodies and trade associations.

Our knowledge and expertise assures you that we will effectively advise you regarding the benefits and risks of your transaction and provide you with creative solutions that meet your objectives. Our lawyers are known for their responsiveness, proficiency, creativity, integrity, effective advocacy, practical dealmaking and a strong commitment to client service. We look forward to adding value to your team.

Our Expertise

Entity Formation and Counseling

We counsel our healthcare and senior care clients on the alternative forms of business entities available to them and assist them in selecting the optimal business structure given their particular business circumstances. We are adept in forming and counseling corporations, limited liability companies, limited partnerships and single purpose and bankruptcy remote entities. We implement common interest and cooperative ownership housing arrangements.

We also help our healthcare and senior care clients govern themselves more effectively by providing board orientations. We demonstrate to clients how to recruit and retain talented directors by accessing indemnity protections and liability insurance. We also help nonprofit clients assure compliance with charitable trust requirements.

Tax and Tax Exemption

We advise clients about the complex interplay between tax, regulatory and business considerations. We regularly advise on tax-free exchanges under Section 1031 as well as Proposition 13 reassessment rules and local real property transfer taxes.

We provide cutting-edge tax services to healthcare clients, including tax-exempt organizations. Our attorneys routinely obtain federal and state exemption letters for our clients and provide guidance on maintaining tax-exempt status and avoiding private foundation penalty taxes. We also provide guidance on tax-exempt bond financing.

Land Use and Development

Our health and senior care developer clients rely on our land use lawyers to obtain entitlements and other required regulatory approvals. Our land use specialists are particularly adept at fashioning pragmatic win-win solutions to development challenges. The success of our land use attorneys is due to a keen awareness of ongoing development opportunities and political constraints as well as the ability to create dialogue with community, environmental and government leaders to identify and address key community issues. Our particular areas of expertise include NEPA/CEQA compliance, planning, zoning and map approvals, conditional use permits, development agreements, transit-oriented developments, land use disputes and LAFCO annexations.

Environmental Due Diligence and Compliance

The environmental attorneys at Hanson Bridgett work closely with our land use and health and senior care real estate attorneys to identify and address environmental issues in real property transactions and project approvals. We support our clients' due diligence efforts by analyzing environmental reports and documents, coordinating and analyzing Phase I and Phase II site assessments and other investigations, negotiating indemnity and remediation provisions and documenting existing environmental issues to minimize our clients' risk. We handle CEQA and NEPA environmental assessments and represent clients in litigation filed under these laws. We represent landowners in enforcement actions filed by environmental agencies and citizen groups and negotiate reasonable resolutions when appropriate. We have deep expertise in brownfields development and redevelopment incentive

programs. We also offer compliance counseling and support to our clients and partner with technical consultants when appropriate to provide a multi-disciplinary perspective.

Lending and Project Finance

Our lawyers understand financial markets and stay abreast of emerging financial products. We are first and foremost committed to understanding and satisfying the unique needs and goals of each of our clients. We are experienced in negotiating purchase money loans, construction loans, “mini-perm” and permanent take-out financing and other institutional lending arrangements and credit facilities. We structure complicated equity financing joint ventures and hybrid equity/mezzanine financing undertakings. We arrange for and are experienced with Fannie Mae and HUD loans. When necessary, we negotiate loan restructurings and workouts for our clients. We arrange tax exempted bond financings for our nonprofit clientele. For public sector clients, we specialize in securing project specific federal and state grant funding. We also bring a special advantage to construction lending due to our collaboration with the firm’s construction attorneys and our deep experience in the industry.

Design and Construction

Hanson Bridgett is a Chambers USA ranked construction practice focusing on healthcare, complex commercial, and infrastructure projects. We differ from most of our competition because many of our construction lawyers are either licensed professional engineers or qualified construction managers with actual field experience, many of whom are also LEED® accredited professionals. We understand our clients’ business and offer a full array of construction related services to our health and senior care clients, including selection of appropriate project delivery method, procurement of design and construction services, as well as litigation expertise.

We are nationally recognized leaders in Integrated Project Delivery (IPD) and have structured more than 40 IPD healthcare projects in the United States and foreign jurisdictions through use of our proprietary forms, which include a variety of compensation models. We also add value to our client’s team through our extensive experience in

Our real estate attorneys have a reputation for creativity, excellence and a strong commitment to client service.

applying BIM, LEAN, and other collaborative tools to support other project delivery methods such as P3, design build, and traditional delivery.

Our legal team is also knowledgeable about various insurance products that are necessary to support design and construction projects, and we regularly collaborate with our clients and each other to provide seamless guidance from inception of development through design, construction, and project close-out. Our deep understanding of development, design, and construction leads to efficient and creative support of our clients’ business goals.

Leasing

We represent our health and senior care clients in all aspects of landlord-tenant relationships. We provide advice and legal counseling on strategies to address day-to-day property management issues. We have extensive experience and expertise in the development and leasing of medical office buildings as well as representing clients in ground lease transactions. We draft and negotiate brokerage agreements, letters of intent, work letters and lease documents, including lease amendments, extensions and terminations.

Litigation and Dispute Resolution

Hanson Bridgett has one of the leading litigation practices in California. We handle all types of real estate-related disputes, including those arising from purchase and sale transactions, CEQA and NEPA decisions, breach of lease and other

landlord-tenant disputes, lender and financing disputes (including disputes involving deeds of trust), title disputes (including quiet title actions), broker and agency issues, disputes relating to escrows, conflicts between co-owners (including partition actions), land use including zoning and use permit issues, boundary disputes, construction defects, site conditions, condemnation, inverse condemnation, easement and license disputes, premises liability matters, commercial contract disputes and disputes arising from land use or development project approvals. Our litigation attorneys are highly skilled at trying, mediating or arbitrating disputes when necessary or appropriate. A major focus of our work, however, is preventative in nature. To that end, our real estate litigation attorneys counsel our clients on how they can avoid lawsuits or successfully utilize dispute resolution alternatives to litigation. We are skilled at obtaining provisional remedies to protect our clients' interests and strengthen their bargaining position at the outset. We are also experts in crafting imaginative and farsighted solutions to disputes, such as through legislative or administrative action, or by devising innovative business-based solutions.