



## Patricia J. Hartman

### Partner

Patti has been practicing commercial real estate and business law for more than 30 years.

Patti represents clients in the health care, senior care, engineering, accounting, architecture, agriculture, insurance and consulting industries with their real estate, general business and commercial law matters.

In the real estate arena, she represents health care systems, senior care communities, landowners, developers, investors, lenders, landlords and tenants. She has extensive experience in negotiating and documenting complex real estate transactions, including options, dispositions, acquisitions and exchanges; development projects, including development agreements; city and/or county required agreements; utility, access, storm drain, sewer, parking and other easements (temporary and/or permanent); shared maintenance agreements; operating agreements; and licenses; commercial leases, including build-to-suit leases, for medical, general office and retail space; ground leases; tenancy-in-common agreements; mortgage and trust deed workouts; syndications; and joint ventures. Patti also has significant experience reviewing, analyzing and addressing title issues and reviewing and providing analyses regarding subordination and nondisturbance agreements and estoppel certificates.

Patti's general business and commercial law expertise includes business entity formations, dissolutions and compliance matters, including drafting various operational agreements and buy-sell and other transfer restriction agreements; mergers and stock and asset acquisitions and dispositions, including the preparation of confidentiality and noncompetition agreements; financing transactions, including negotiating and documenting commercial loans (secured and unsecured) and loan modifications and workouts and preparing related opinion letters; extensive contract negotiating and drafting, including employment agreements, stock options and related employment incentive agreements; securities matters; and general business and corporate planning and counseling.

#### Representative Work

Representation for more than 20 years of Sutter Health and its affiliates, which together are one of the largest privately held owners of real property in the State of California, in all aspects of real estate, including

#### Sacramento

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Hanson Bridgett LLP  
500 Capitol Mall, Suite 1500  
Sacramento, CA 95814

916-491-3040 Direct Phone  
916-491-3094 Fax

[pjhartman@hansonbridgett.com](mailto:pjhartman@hansonbridgett.com)

#### Practices/Industries

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Real Estate

Corporate

Health / Senior Care Real Estate

land and other real property acquisitions, project development, easements and ground and office leases.

Representation of several large, local physician practice groups in the incorporation of practices and continued provision of corporate counseling and advice.

Representation of a large local developer in the acquisition of various apartment complexes, which included documenting and negotiating SBA loans and complying with HUD requirements.

Representation of various local real estate developers in the acquisition, development and divestiture of improved and unimproved real estate, which included performing due diligence for purposes of opining as counsel and negotiating the terms of commitments, loan agreements, notes, deeds of trust, security agreements, stock pledges and guaranties.

Representation of a large California retail fertilizer company in the purchase of a competitor's business. Purchase included contaminated real property undergoing cleanup. Representation involved review of numerous environmental reports and extensive negotiation of terms of remediation responsibility of seller, guaranties and general indemnifications; complicated calculations to determine equity-based purchase price; and the creation of an involved holdback account.

Representation of a corporate seller in the negotiation and documentation of the sale of a landfill site and business located in Elk Grove, California, which included extensive discussions regarding indemnification provisions and permitting responsibilities.

Representation of a corporation in the negotiation, structuring and documentation of the merger of companies engaged in similar business, including extensive review and analysis of financial condition of constituent and disappearing corporations.

Representation of a corporation acquiring a competing business and structuring and effecting a corporate reorganization, including the creation and merger of several subsidiaries.

Representation of various corporations, partnerships, limited liability companies and limited partnerships from formation through dissolution, including providing ongoing counseling and business advice and preparing documents required to effect formation and/or dissolution.

Representation of one of Sacramento's oldest companies in the sale of a note secured by real property valued at \$25 million.

Representation of various clients in negotiating and documenting secured and unsecured loans ranging from \$250,000 to \$25 Million.

Representation of several major California lenders in restructuring, modifying and extending various real estate, accounts receivable, stock and inventory secured loans in amounts varying from \$1 million to \$10 million. Representation included negotiation of forbearance and work-out agreements with borrowers and ultimately negotiating, documenting and effecting settlements with guarantors.

Representation of purchasers and sellers in a variety of mergers and acquisition transactions of businesses ranging in type from manufacturing to service companies and in size from several hundred thousand dollars to \$20 million with emphasis on compliance with California bulk transfers law and including extensive dealings with the Department of Alcoholic Beverage Control and Hart Scott Rodino filings.

Representation of one of the oldest Sacramento-based companies in the negotiation and sale of several parcels of commercial property in connection with closing its business operations.

Representation of various limited partnerships in the formation and the private placement of securities in offerings, including numerous real estate syndications.

Representation of several clients in connection with the acquisition or sale of physician and dental practices.

### **Publications**

"New COPA Policy Now in Effect as of June 2, 2019," co-author, Real Estate Alert (June 2019)

### **Presentations**

"Delivering California Hospitals" Collaboration with OSHPD using an Integrated Project Delivery Team (February 2017)

"Ramifications of New Development Case Study: What Do People See Coming Online in Response to the Affordable Care Act?" The Second Annual Northern California Healthcare Real Estate Summit (March 2016)

"Recent Market Trends in the Development of Healthcare Facilities," moderator, California Women in Design + Construction (September 2015)

### **Honors & Awards**

Top Lawyer, Sacramento Magazine (2019)

Martindale-Hubbell AV® Preeminent™ Rating

American Jurisprudence Award, Business Associations

American Jurisprudence Award, Decedents Estates & Trusts

State Bar of California, Business Law and Real Property Law Sections

Sutter Hospitals Foundation Board of Trustees, Past Member

McGeorge School of Law Alumni Association Board of Directors, Past Member

California State University, Sacramento, College of Business Advisory Board, Past Member

American Health Lawyers Association

California Society of Healthcare Attorneys

### **Community Involvement**

NorCal Bully Breed Rescue,  
Advisory Counsel

### **Professional Affiliations**

American Health Lawyers Association

California Society of Healthcare Attorneys

State Bar of California, Business Law and Real Property Law Sections

American Association of University Women

Sutter Hospitals Foundation Board of Trustees, Past Member

McGeorge School of Law Alumni Association Board of Directors, Past Member

California State University, Sacramento, College of Business Advisory Board, Past Member

### **Education**

J.D., with distinction, University of the Pacific, McGeorge School of Law (1983)

MBA, with highest honors, California State University, Sacramento (1980)

B.S, B.A, with highest honors, California State University, Sacramento (1978)

### **Admissions and Courts**

California