



Common Issues with Retail Leasing in Mixed-Use Developments: Hot Topics





Mixed Use Developments: Key Considerations for Success

Mixed-use developments (MUDs) combine residential, commercial, and sometimes industrial spaces in a single property or district. While they offer many benefits, they also present challenges related to zoning, tenant mix, noise control, and legal considerations. This CLE will provide an overview of key factors for various stake holders to consider in managing a successful mixed-use development.

1. Overview of Types of Mixed-Use Developments

a. Vertical Mixed-Use

- i. Different property types exist within a single building.
- ii. Examples include retail on the ground floor, offices in the middle, and residential units on upper floors.
- iii. Benefits: Efficient land use, increased foot traffic for businesses, and convenience for residents.
- iv. Challenges: Complex zoning requirements, potential conflicts between residential and commercial tenants (e.g., noise, odors, parking).

b. Horizontal Mixed-Use

- i. Separate buildings for each use within a development.
- ii. Example: A complex with apartment buildings next to retail shops and offices.
- iii. Benefits: More flexibility in design, better separation of uses, easier phased development.
- iv. Challenges: Requires more land, potential parking congestion, may lack a walkable environment.

c. Hybrid Mixed-Use

- i. Combines elements of both vertical and horizontal developments.
- ii. Example: A large mixed-use complex with standalone commercial buildings and a high-rise residential tower.
- iii. Benefits: Greater variety of space options, ability to create a comprehensive community feel.
- iv. Challenges: Requires careful planning to balance different uses effectively.

2. Tenant Mix Considerations

- a. The goal is to attract the right retail to support residential tenants where the tenants may find the shops as amenities.
- b. Ideal Retail Tenants: Grocery stores, restaurants, bars, coffee shops, hair salons, nail salons, fitness centers, dry cleaners, pharmacies, etc.
- c. Potential Conflicts:



- i. Bars or late-night venues can lead to noise complaints from tenants.
 - ii. Restaurants require proper ventilation to prevent odor issues and are also fire hazards.
 - iii. Parking demand varies among different tenant types.
 - 1. Unless membership is exclusive to residents, fitness centers can have intense parking needs.
 - d. Strategy: Curate a tenant mix that enhances convenience for residents while maintaining commercial viability.
 - e. Legal Considerations: Anticipate and advocate for the interest of your stake holders upfront and utilize flexible rules and regulations in your lease to allow updates as issues arise over the lease term.
- 3. Balancing the Needs of Commercial and Residential Tenants
 - a. Noise Control
 - i. Soundproofing requirements for businesses near residential units.
 - ii. Establishing quiet hours and restrictions on late-night operations.
 - iii. Using design elements such as double-pane windows and insulated walls to minimize disturbances.
 - b. Odor Management
 - i. Ensuring proper kitchen exhaust systems for restaurants.
 - ii. Mandating distance requirements between residential units and commercial kitchens.
 - iii. Implementing regular maintenance checks to avoid nuisance claims.
 - c. Parking Allocation
 - i. Designing separate parking areas for residents and commercial visitors.
 - ii. Implementing time-based parking enforcement to prevent overflow.
 - iii. Installing signage to differentiate between employee, customer, and resident parking.
- 4. Zoning and Regulations
 - a. Zoning laws (typically act the city or county level) dictate what types of businesses and residences can coexist.
 - b. Rezoning and Variances: Tenants and developers may need approvals for zoning changes or special use variances or permits (PUD – Planned Unit Development).
 - c. Local Regulatory Considerations:
 - i. Parking requirements: Allocating spaces for residents vs. businesses.
 - ii. Trash collection: Managing waste from both residential and commercial tenants.
 - iii. Outdoor spaces: Regulating patio seating, public areas, and event spaces.
 - d. Legal Considerations: Which party is legally responsible for zoning and parking and ADA compliance?



5. Lender Considerations

- a. Lenders may require a specific occupancy rate to approve loans.
- b. Need a plan to ensure the project remains financially viable through mixed-income strategies.
- c. Square footage requirements may be imposed for leasing agreements – be sure Landlord and Lender define the “rentable” square footage the same way.

6. Common Areas Considerations

- a. Retail tenants may need to be restricted from access to residential-only spaces.
- b. Shared spaces (parking, lobbies, outdoor patios) require clear regulations and liability agreements.
- c. Managing security in mixed-use spaces is critical to balancing access needs.

7. Operating Expenses: Who Pays for What?

- a. Rent Structures:
 - i. Triple Net (NNN) Leases – Tenants pay base rent plus property taxes (directly), insurance (directly), and maintenance – calculated and passed through and reconciled.
 - ii. Gross Leases – The landlord covers all property costs, and tenants pay a single rent fee.
 - iii. Hybrid – combination of the above.
- b. Maintenance & Upkeep:
 - i. Establishing clear responsibilities for maintenance costs (HVAC, landscaping, security).
 - ii. Separating residential and commercial maintenance fees to avoid disputes.
- c. Expense Caps & Allocation:
 - i. Landlords may be asked to cap how much operating expenses can increase annually – be sure to carve out uncontrollable expenses.
 - ii. Proportional cost-sharing models ensure fairness across tenants.
 - iii. Consideration during occupancy ramp up – watch operating caps until base year is appropriate.

8. Keeping Contracts Flexible

- a. Minimum Occupancy Requirements
 - i. Developers and Tenants may require a minimum percentage of leases to be signed before leases become contractually effective on either side.
 - ii. Tenants may ask for occupancy clauses to protect against low foot traffic.
- b. Anchor Tenants
 - i. Smaller tenants may want to tie themselves to larger tenants.

9. Protecting Stakeholders During Lease Terms

- a. Insurance & Indemnification



- i. Landlord and Tenant must have adequate liability insurance to cover business-related damages.
- ii. Indemnity clauses protect landlords from lawsuits related to tenant operations.
- iii. Clarifying legal liability in cases of gross negligence vs. standard negligence.

10. Pre-Construction Considerations for Retail Spaces

- a. Contractors: Regardless of whether the Landlord/Developer or Tenant is responsible for construction, be sure to pass the rules and regulations and insurance on to the contractor.
 - i. Ensure minimal disruption to any residents or existing tenants.
- b. Construction Noise & Dust:
 - i. Rules on when and how long construction can take place.
 - ii. How will noise and dust be mitigated?
 - iii. How often will the site be cleaned?
 - iv. Where will equipment be stored?
- c. Utility interruptions should be scheduled during off-peak hours to minimize inconvenience.

11. Variations in Commercial Lease Laws by State

- a. Default Laws
 - i. Texas: More Landlord friendly - Landlords may lock out a commercial tenant for non-payment if certain rights are waived.
 - ii. Colorado: More tenant-friendly policies, requires court orders for evictions.
 - iii. California: Has extensive tenant protections, including limits on rent increases and eviction rules.
- b. Warranty of Habitability - Residential tenants may have rights to livable conditions, including heating, water, and security – varies state to state
 - i. Texas favors landlords, while California and Colorado have strong tenant protections.

12. Final Thoughts: Remedies & Legal Protections

- a. Handling Disputes:
 - i. Lease agreements should outline dispute resolution processes if possible
 - 1. CA has limitations on what may be required here
- b. Self-Help Measures:
 - i. Some states allow landlords to take action without court involvement (e.g., lockouts, utility shutoffs).
- c. Legal Counsel:
 - i. A lease may provide a Landlord with right that is inconsistent with state law.
 - ii. Always consult a lawyer before enforcing lease provisions or evictions.



CLE Credit – March 26th, 2025 – Common Issues with Retail Leasing in Mixed Use Developments: Hot Topics

CLE State	Credit Type	CLE State	Credit Type
Arizona	2.0 General	Nebraska	1.5 General
California	Pending	Nevada	1.5 General
Colorado	2.0 General	New Mexico	1.5 General
Florida	2.0 General	Oklahoma	2.0 General
Kansas	1.5 General	Tennessee	1.5 General
Minnesota	1.5 General	Texas	1.5 General
Missouri	1.8 General	Utah	1.5 General

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David W. Brown

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Overview

David Brown is a highly skilled commercial real estate transactional attorney, specializing in complex transactions such as commercial leasing, purchase and sale agreements, construction contracts, communication site agreements, and loan agreements. He adeptly identifies potential risks and negotiates intricate document processes to achieve the most favorable outcomes for his clients. David represents a diverse portfolio of clients, including industry leaders in software, technology, biotech, medical, professional services, and retail sectors.

David's hands-on approach ensures comprehensive oversight of all commercial transactions, where he meticulously navigates contracts with a blend of legal precision and practical problem-solving. His ability to deliver strategic advice that aligns with his clients' business objectives makes him a trusted advisor in even the most challenging negotiations.

With an impressive background in communications for national wireless service carriers, David brings a unique perspective to his legal practice. He leverages cutting-edge technologies, and a highly responsive, service-oriented skill set to deliver superior results, fostering long-term relationships with his clients.

In addition to his legal practice, David is an adjunct professor at the University of Santa Clara, where he shares his expertise in Real Property Law with future real estate professionals. This blend of practical experience and academic involvement underscores his deep commitment to the legal field, making him a standout attorney in the realm of commercial real estate.

Education

- University of San Francisco School of Law (J.D.), *cum laude*
- University of California, Santa Barbara (B.A.)

Bar Admissions

- California, 1999

Community Involvement

- Boy Scouts of America, Den Leader
- Tassajara Hills Elementary School, Site Counsel

Memberships

- Santa Clara County Bar Association, Real Property Executive Committee
 - Annual Real Estate Symposium, Former Speaker
- Communities of Gale Ranch Homeowners Association, Board of Directors, Former President

Presentations and Publications

- "Common Issues with Retail Leasing in Mixed-Use Developments: Hot Topics," Spencer Fane Webinar, March 2025



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Overview

Sarah B. Fandrey represents and advises private equity (PE) firms; real estate investment trusts (REITS); multi-family housing operators; and shopping center, office, warehouse, hotel, multi-family, and single-family housing developers; in addition, she represents and advises railway companies, lenders, trusts, families, restaurants, tenants, joint ventures, non-profits, and investors across the country. Her representation spans corporate transactions, acquisitions, dispositions, development, construction, leasing, and financing, where she proactively mitigates risk and efficiently solves issues that arise in the context of business transactions.

Sarah regularly handles complex, multimillion-dollar projects for large institutions as well as routine real estate transactions for small family offices and has notably closed more than \$500 million in transactions since 2022 and more than \$2 billion in transactions over the last decade.

Sarah specializes in working with public sector entities to obtain ground leases, entitlements, and other complex development approvals. She also regularly represents and advises her clients on land use and rezoning matters as well as operational issues and regulatory compliance in many sectors including maritime-related outdoor recreation, multi-family housing, and self-storage.

She routinely serves as outside business counsel to clients, assisting with corporate documents, management agreements, brokerage agreements, dockage agreements, and other service contracts as needed to economically manage real estate, business, and litigation challenges that arise day-to-day. Sarah thoughtfully collaborates with clients to mitigate risk in a practical yet creative manner.

A well-known community leader and an exceptionally organized yet dynamic professional, Sarah is committed to providing her clients with practical solutions, advice, and support. She excels at identifying and addressing complex issues, developing highly strategic risk analyses, working to get ahead of potential problems, and providing pathways to resolve issues with urgency and efficiency. Her responsiveness, commitment to deadlines, and passionate representation of client interests all support her well-deserved reputation.

Education

- Saint Louis University School of Law, 2013 (J.D.)
- University of Missouri, 2009 (M.S.W.)
- University of Missouri, 2006 (B.A.)

Bar Admissions

- Texas
- Illinois
- Indiana

Community Involvement

- Wallace Elementary School
 - PTA Board, 4th Vice President
 - Ways and Means, Co-Auction Chair
- Texas Lawyers for Children, Volunteer
- Albion Fellows Bacon Center, Board of Directors, Former Director
- Home Services, Inc., Board of Directors, Former Chair of the Board and Director

Distinctions

- *Best Lawyers in America*
 - Real Estate Law, 2025
 - Ones to Watch: Corporate Law; Real Estate Law, 2021-2023

Memberships

- Attorneys Serving the Community, Leadership Member
- Lake Highland Estates Neighborhood Association, Member

Presentations and Publications

- "Common Issues with Retail Leasing in Mixed-Use Developments: Hot Topics," Spencer Fane Webinar, March 2025
- "The State's Interest in Regulating Marriage, Privatizing Dependency, and Allowing Same-Sex Divorce," *Saint Louis University Public Law Review*, June 2013
- "Mediators of Perceptions of Responsibility for Crimes of Passion," Si Chi Midwestern Regional Convention Program, Midwestern Psychological Association, and University of Missouri's Undergraduate Research & Creative Achievements Forum, May 2006

Related Experience

- Closed one of the largest marina combinations in the United States in 2024.
- Closed one the largest and most notable marina combinations in the world with her team in 2022.
- Closed one of the largest marina transactions in the world with her team in 2019.



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Overview

Karen McCay's practice focuses on the legal needs of the multi-family housing industry, with a particular emphasis on operational issues, regulatory compliance, and fair housing.

With more than 25 years of experience, much of Karen's law practice is dedicated to preventative advice and compliance counseling for market-rate and affordable housing providers, although she remains strategically involved in her clients' litigation as well. Karen's clients include REITs, individual property owners, management companies, developers, large and small non-profits, and, previously, local housing authorities. She frequently conducts trainings in fair housing, preventing sexual harassment, disability accommodation and similar subjects for clients and industry organizations.

Karen has also worked with staff at the U.S. Department of Housing and Urban Development and the California Tax Credit Allocation Committee regarding issues relevant to the affordable housing industry and was instrumental in drafting the California Addendum to HUD Leases, which has been approved for use throughout California (and she is working on an update). She assists many of her affordable housing clients in navigating the uncertain waters of various federal, state, and local subsidy programs as well as her market-rate clients in administering their Below Market Rent Programs. As a result of her extensive industry experience, she is able to help advance the business goals of her clients within the increasingly regulated environment in which they operate.

Education

- American University, Washington College of Law, 1995 (J.D.), *magna cum laude*
- University of Florida, 1991 (B.S.B.A.), *with honors*

Bar Admissions

- California
- Florida

Community Involvement

- Housing Industry Foundation, Board of Directors, 2003–2017
- San Jose Silicon Valley Chamber of Commerce, Board of Directors, 2007–2012
- AHMA-NCH, Board of Directors, 2009–2011
- Girl Scouts of Northern California, 2012–2024
- Church of the Valley Retirement Homes, Inc., Board of Directors, 2010–2014
- Junior League of San Jose, Inc., 1997–2005 (active), 2005–present (sustaining)

Distinctions

- *The Recorder* and *Law.com*, Finalist California Real Estate Lawyer of the Year, 2024
- Junior League of San Jose, Sustainer of the Year, 2015
- *San Jose Silicon Valley Business Journal*, Woman of Influence, 2011
- AHMA-NCNH, Associate Member of the Year, 2009
- *American University Law Review*, Articles Editor, 1993–1995

Memberships

- California Bar Association
 - Law Practice Management Section
 - Real Property Law Section, Fair Housing and Public Accommodations Subsection
- Florida Bar Association, Out of State Practitioners Division
- National Apartment Association
 - Fair Housing Compliance Credentialed
- California Apartment Association

Presentations and Publications

- Presenter, “Workload Overload and Setting Boundaries,” California Conference for Women, February 2025
- Presenter, “2025 Legal Update,” AHMA-PSW, January 2025
- Presenter, “Property Management Roundtable,” GlobeSt. Multifamily Fall Conference, October 2024
- Presenter, “Legal Hot Topics,” AHMA-NCH Annual Conference, 2011–2024
- Presenter, “Animals: Service vs. Support,” AHMA-PSW 47th Annual California Conference & Expo, May 21, 2024
- Panelist, “Renter’s Bill of Rights,” National Apartment Assoc. Rental Housing Advocacy & Legal Summit, August 2, 2023
- Panelist, “I’m Not an Attorney, but I Play One on Facebook,” National Apartment Assoc. Apartmentalize, June 24, 2022
- Author, “Legal and Practical Considerations for Lotteries, Waiting Lists,” *Novogradac Journal of Tax Credits*, March 2019
- Contributor, “California Fair Housing and Public Accommodations Practice Guide,” The Rutter Group
- Presenter, “California Legislative & Business Update,” AHMA-PSW, 41st Annual Seminar & Tradeshow, May 2018
- Presenter, “Fair Housing Hot Topics,” California Apartment Association Rental Housing Conference & Expo, April 5, 2016
- Presenter, “Legal Issues Seminar,” LeadingAge CA, 2015 Senior Housing Conference, October 14, 2015
- Presenter, “Legal Tips & Tricks for Property Managers,” LeadingAge CA, 2015 Annual Conference & Exposition, May 5, 2015
- And many more

Robin L. Nolan

Partner

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Overview

Robin L. Nolan's practice focuses on the representation of individuals and businesses in their commercial real estate and business needs, as well as representing religious organizations to help them in carrying out their missions. She dedicates herself to understanding her clients' needs and then planning, designing, and implementing strategies to address those needs. Her clients rely on her legal knowledge and analytic skills in all aspects of their commercial real estate and business needs so they can achieve their desired goals, as well as advising clients in the non-profit sector to carry out their religious and charitable missions.

Robin assists her commercial real estate clients with negotiating and drafting documents for real estate projects from the ground up, including purchase and sale contracts, easements, title review, restrictive covenants, declarations and maintenance agreements, leases, financing documents, and construction contracts. Robin represents multi-family housing operators; shopping center, office, warehouse, hotel, multi-family, and single-family housing developers; purchasers and sellers of real estate; borrowers; and commercial landlords and tenants. Her representation includes development, acquisitions, dispositions, corporate transactions, leasing, and financing.

Robin assists religious and non-profit organizations effectively to carry out their religious and charitable purposes. Robin provides advice and assistance to her clients in real estate, contract negotiations, organizational issues, and board policies and governance practices.

Robin works with her business clients on the various legal needs of business entities that arise on a daily basis. She provides counsel to businesses concerning formation, structuring, governance, contracting, acquisitions, sales, and secured transactions.

Education

- University of Denver (J.D.)
- Colorado State University (B.A.)

Bar Admissions

- Colorado, 2003

Court Admissions

- U.S. District Court for the District of Colorado
- U.S. Court of Appeals for the Tenth Circuit

Community Involvement

- Colorado Bar Association
 - Co-Chair of the Legislative Policy Committee
 - Real Estate Section, Former Executive Council Member
 - Former Legislative Policy Officer
- Commercial Real Estate Women (CREW), Former Director of Membership and Member of Board of Directors
- Downtown Denver Leadership Program, Former Participant
- Colorado State University, Rams Juris Doctor Steering Committee, Member
- Project 1.27, Former Board Member
- Colorado Community Church, Former Board Member

Distinctions

- *Best Lawyers in America*, 2023–2024
- *CREW Denver*, Step-Up Award, 2020 and 2022
- *Colorado Super Lawyers*, Rising Star, 2010–2013
- *Law Week Colorado*, Top Women Lawyers, Finalist

Memberships

- Denver Bar Association
- Colorado Bar Association
- Minoru Yasui Inn of Court
- Commercial Real Estate Women (CREW)

Presentations and Publications

- "Common Issues with Retail Leasing in Mixed-Use Developments: Hot Topics," Spencer Fane Webinar, March 2025
- "Corporate Transparency Act," Colorado Bar Association Real Estate Fall Update, October 2023
- "Financial Crimes Involving Real Estate Transactions and Federal Regulations," 41st Annual Real Estate Symposium, Colorado Bar Association Real Estate Section, July 2023
- "[Pandemic Brings Unpredictability for Commercial Property Assessments](#)," *Law Week Colorado*, April 2021
- "[The Impacts of the Upcoming Beneficial Owner Disclosure Requirement on Real Estate Owners](#)," March 2021
- "[Be Prepared to Handle Tenant Requests for Less Space](#)," *Colorado Real Estate Journal*, August 2020
- "[What to Consider When Your Tenant Wants a Lease Modification](#)," *GlobeSt*, July 2020
- "[Navigating Commercial Leases and Real Estate Loans during COVID-19](#)," *Colorado Lawyer*, June 2020

- ["Important Changes for the New 2016 ALTA Commitment Form,"](#) *Colorado Real Estate Journal*, September 2017
- "Extinguishing Right of Way by Adverse Possession: Court OKs," *Colorado Real Estate Journal*, December 2009
- "Affordable Housing in Colorado," 38th Annual Real Estate Symposium, Colorado Bar Association Real Estate Section, July 2020
- "Commercial Deal Troubles – Strategies to Identify and Work Through Issues with Your Commercial Matters," CREW Denver, June 2020
- "How to Select and Get on the Right Board for You," CREW Denver, June 2020
- "Force Majeure and Impossibility of Performance," Colorado Bar Association Real Estate Fall Update, November 2020
- "Non-Competes and Nondisclosure Agreements"
- "Landlord or Tenant Files Bankruptcy"
- "Commercial Lease Provisions and Issues"
- "Screening Protective Clients – Effectively and Legally"

Related Experience

- Represented master developer in the mixed-use development and creation of downtown corridor.
- Represented builders in negotiation of contracts, obtaining entitlements, review of title work, and closing on purchase.
- Represented developers in creation of homeowners associations and related documentation.
- Represented commercial owners in development of shopping centers.
- Represented developers in negotiation of borrower financing documentation.
- Represented commercial landlords and tenants in large-scale and small-scale leases.
- Represented a developer in the large-scale development of shopping center along the I-25 corridor with respect to the drafting and negotiation of purchase and sale documents to potential buyers, leasing to national tenants, and declarations and covenants for the shopping center.

Clerk Experience

- Chief Judge Larry J. Naves, Denver District Court, 1995–1996

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We work to unlock and add value in new and inventive ways. This is our passion; it's what drives us. Our approach to serving our clients, colleagues, and our communities has made us one of the highest performing firms nationally in workplace satisfaction, client satisfaction, diversity traction, and growth.



Spencer Fane by the numbers

600+

Attorneys

30

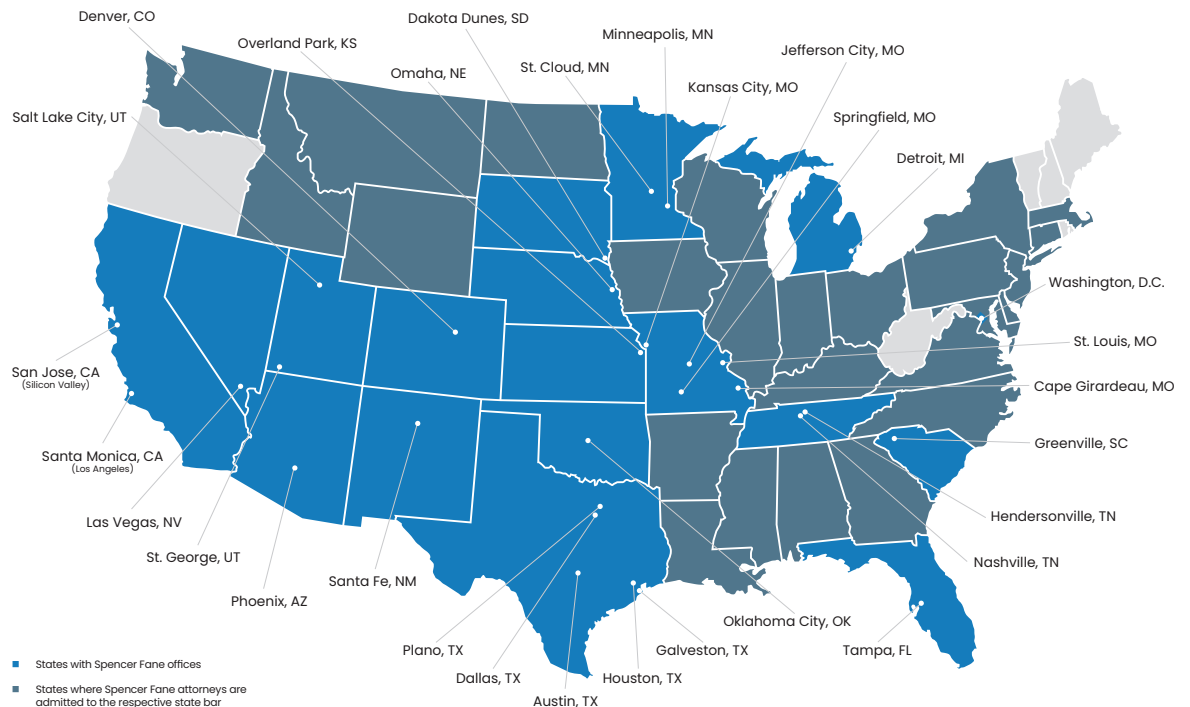
Offices

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Practice Areas

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Industries



Practices

Banking and Financial Services
Bankruptcy, Restructuring, and Creditors' Rights
Corporate and Business Transactions
Data Privacy and Cybersecurity
Employee Benefits
Energy Law

Environmental Law
Family Law
Franchising and Distribution
Governmental Affairs
Health Care
Higher Education
Intellectual Property

K-12 Education Law
Labor and Employment
Litigation and Dispute Resolution
Mergers & Acquisitions
Nonprofit and Tax-Exempt Organizations
Real Estate

Special Districts
Tax Credit Finance and Opportunity Zones
Tax, Trusts, & Estates
White Collar Defense and Investigations





Commercial, Retail, Industrial, and Office Leasing

Solidifying the most advantageous terms. Spencer Fane represents both landlords and tenants in negotiating, documenting, and enforcing all types of leases, subleases, licenses, amendments, assignments, and all other related documents.

Mitigating risk, maximizing gain. With deep experience examining and evaluating risk, our lawyers identify and address complex lease issues, develop highly strategic risk analysis, work to get ahead of potential problems, and achieve favorable outcomes for clients.

Working as a multidisciplinary team focused on producing results for clients, we:

- **Handle leasing for all types of properties**, including retail and shopping centers, industrial, manufacturing, government, warehouse, office, multifamily, and ground leases.
- **Meet the leasing needs of clients of all sizes**, including Fortune 100 and Fortune 500 companies, closely held businesses, publicly traded companies, and REITs.
- **Address collateral leasing matters** such as drafting and responding to letters of intent, subordination and nondisturbance agreements, estoppel certificates, and other related documents.

Multi-Family Housing

Spencer Fane boasts a wealth of experience in advising multi-family housing clients, providing comprehensive counsel across the full spectrum of their operational needs. The team offers strategic guidance on property management, regulatory compliance, financing, leasing, and dispute resolution, ensuring that clients receive holistic support that extends far beyond the closing of a deal.



Spencer Fane transactional, real estate, and litigation attorneys have a broad range of experience to assist multi-family housing owners, operators and developers in all aspects of their businesses including the financing, purchasing, development, operation and divestiture of both market-rate and affordable properties.

We help clients through the intricacies of development approval requirements and procedures and provide counsel in the day-to-day issues that arise in multi-family housing, as well as represent clients in any litigation related to the development or operation of these assets throughout the country. With decades of experience representing the multi-family housing industry, our attorneys frequently advise clients on:

- Fair Housing issues
- Reasonable accommodation requests
- Accessibility issues
- Rent control
- Affordable housing program compliance
- Residential lease documentation and the lease-up process
- Privacy rights
- Employment matters
- Retail leasing and other mixed-use issues
- Violence Against Women Act compliance
- Relocation rights
- State and Federal litigation arising from acquisitions, financing, and operations
- Complaints filed with state and local agencies
- Real estate licensing
- Strategic planning, due diligence, entity structure and formation
- Land acquisition
- Sales contracts
- Preparation, review and negotiation of development, design and construction agreements
- Project financing
- Zoning and land use planning
- Environmental regulatory compliance and permitting
- Condominium and subdivision documents
- Property owner association documents





Real Estate Transactions

Structuring a wide variety of real estate transactions nationwide, our Real Estate Transactions team advises on everything from standard purchases and sales to sophisticated like-kind exchanges under Section 1031 of the tax code and opportunity zone projects.

Our attorneys help individuals and companies across a spectrum of industries to understand and manage risk as they decide whether to proceed with a transaction opportunity related to the purchase, sale, and exchange of real estate.

Closing deals as smoothly and efficiently as possible. We advise on a wide range of transactions, including those involving raw land, partially developed property, commercial buildings, office buildings, retail shopping centers, hotels and resorts, medical and research facilities, industrial facilities, manufacturing facilities, warehouses, apartment complexes, student housing, condominiums, senior housing, independent and assisted living, and single and multifamily developments.

The Spencer Fane Real Estate Transaction team advises on:

- **Purchases, sales, and exchanges.** Our attorneys help clients structure their transactions, hold title in real estate purchases, negotiate terms, and work through due diligence. We identify potential issues related to surveys, plats, subdivisions, titles, or environmental matters and, when it's time to close the transaction, we prepare authorizing resolutions, review updated title work, prepare closing statements, and review all financing materials. We work with real estate developers as well as corporate clients with real estate transaction needs.
- **Finance.** We advise both lenders and borrowers on the risks and obligations they face and, with nationwide knowledge of the latest trends, legislation, and development incentive opportunities, our lawyers help to structure financing transactions to a client's greatest advantage. We work on construction and permanent mortgage loan transactions, sale-leasebacks, refinancings, and other forms of real estate financing.
- **Disputes.** Our lawyers handle cases involving real estate sale contracts, lender disputes, investor disputes, commercial and multifamily residential leases, mechanic's liens, insurance coverage, investor disputes, broker agreements, foreclosure claims, ownership rights, and title claims. Additionally, we help clients with litigation involving environmental and regulatory matters.
- **Workouts.** Representing financial institutions as well as property owners and developers, our attorneys understand the unique array of regulations surrounding distressed real estate and work to develop tailor-made solutions for clients, including loan workouts, bankruptcy and creditor remedies, out-of-court workouts and restructuring, and receivership and foreclosure services. We have developed solutions for a broad range of distressed properties, including office buildings, shopping centers, hotels, industrial properties and apartment complexes, condominiums, single-family residential, and mixed-use developments.

