

## Corporate Law

Downey Brand is the one of the leading corporate law firms in Sacramento. As outside general counsel, our law firm represents more than 100 of the region's companies, handling all legal matters for public, private, and family-owned companies, non-profits, limited partnerships, and LLCs. For other national and regional companies, our law firm is called upon to act as special counsel, to guide our clients through every phase of complex corporate transactions.

Our corporate law lawyers become intimately familiar with our clients' businesses to better serve them and help them accomplish their goals. In this role, we are always available to offer strategic legal advice as well as to negotiate and document specific transactions. Our law corporate law attorneys also assists clients with legal issues they encounter regarding ongoing operational and legal compliance questions, including regulatory compliance, employment law, and the fiduciary obligations of officers and directors to investors. Other examples of services regularly performed by our corporate lawyers include the formation of business entities, the development and negotiation of shareholder agreements, and the structuring of joint ventures.

### Selected Experience

- Advise Board of Directors of regional bank holding company on fiduciary duties in connection with mergers and acquisitions, and other fundamental changes.
- Advise fifty percent (50%) shareholder in connection with buyout of the other fifty percent (50%) shareholder in involuntary dissolution action, including intense advocacy during appraisal process.
- Advise large financial institution on internal investigations under the attorney-client privilege. Reorganization of large, family owned winery to diversify risk, enhance focus and maximize tax efficiencies.
- Develop and implement contract checklist for nationally renowned university to enhance quality control and efficiencies.
- Develop supply agreement form for large petroleum supply company.
- Formation of 100s of companies, including corporations, limited liability companies, partnerships and joint ventures.

### Trade Groups

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- California Lawyers Association Business Law Section
- Greater Sacramento Economic Council
- Sacramento County Bar Association Business Law Section
- Sacramento Metro Chamber of Commerce