

Practices

Senior Living and Care

Akerman assists developers, operators, owners, managers, and investors in senior housing with issues ranging from real estate and corporate transactions to operations and healthcare regulatory compliance.

Our dedicated Senior Living and Care Sector Team brings breadth and depth in a range of services. Our team reflects our holistic approach to the Senior Living and Care space by combining corporate, real estate, hospitality, and healthcare expertise in a “one-stop shop.” We represent for-profit and nonprofit clients that encompass both non-licensed communities (such as active adult and independent living communities) and licensed communities (such as skilled nursing facilities (SNFs), assisted living facilities (ALFs), memory care facilities, and continuing care retirement communities (CCRCs) that offer the full spectrum of care.)

Acquisitions and Dispositions

We regularly represent buyers and sellers of senior living facilities and bring to bear extensive experience in connection with the broad array of issues that must be addressed in order to efficiently and successfully bring these transactions to the client’s desired outcome.

Branding; Active Adult

Our team has deep experience with branded residential offerings and facilitates the reconciliation of the needs of leading and *de novo* brands, on the one hand, and developers and operators, on the

Connect With Us



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Our Team

Related Work

Construction
Corporate Finance and
Lending
Employment Training
and Compliance
Health and Life
Sciences

other. As the age cohort interested in Senior Living housing is increasingly focused on a living environment that provides experiences similar to other high amenity residences, including the ever-more popular luxury branded residence, we provide the necessary guidance on a range of issues, including requirements surrounding use of brand IP, brand approval rights and restrictions on sales and marketing activity, brand standards, and royalties.

Corporate

We assist owners and operators in investment structuring, business acquisitions, divestitures, and financing, including bridge, bridge-to-agency, agency, asset-based lending, mortgage, and term loan lending, as well as bond financing.

Real Estate

We advise clients on the full range of real estate related matters, including acquisitions, sales, environmental due diligence, ground leases, government incentives, and 1031 exchanges.

Development, Construction, and other Land Use Matters

We assist developers, investors, operators, and capital providers in connection with the development, renovation, or repurposing of a wide variety of single and mixed-use senior living and care projects, including senior living and care facilities that are a component of larger mixed-use communities or projects, from new build projects to adaptive re-use and green building practices. Our services include a broad spectrum of complimentary capabilities such as land use and entitlements, development agreements and construction contract formation, administration and dispute resolution, and procurement arrangements. We also advise on the complete spectrum of issues related to the decision to brand senior living and care projects, the implementation of governance regimes for mixed-

Healthcare
Healthcare Fraud and Abuse
Healthcare Legislation and Government Affairs
Healthcare Licensure and Compliance
Healthcare Real Estate
Land Use and Development
M&A and Private Equity
Tax-Exempt Organizations

Akerman is proud to be an Associate Business Member of the American Health Care Association and National Center for Assisted Living.



ASSOCIATE BUSINESS MEMBER
PARTNERS IN LONG TERM CARE

AHCA **NCAL**
AMERICAN HEALTH CARE ASSOCIATION NATIONAL CENTER FOR ASSISTED LIVING

use projects, and the marketing and sale of residences.

Healthcare

We advise clients on licensure and the development, implementation, and administration of effective corporate and operational compliance and risk management programs, including HIPAA best practices. We also negotiate provider agreements, vendor agreements, and payor agreements, including with respect to value-based purchasing models. We perform fraud and abuse analyses and defend our clients in governmental investigations.

Management Agreements and Operations

We advise owners and operators of a variety of senior living facilities, as well as their lenders and investors, in the negotiation of facilities and operations management agreements. As appropriate to the project, we advise on associated contracts, including technical services agreements, technology agreements, trademark license agreements, pre-opening services agreements, procurement agreements, and sales and marketing license agreements in connection with branded “for sale” residences. We also assist the operators of the business of senior living and care with regard to the day-to-day operations involving, among other things, labor and employment counseling and compliance, including with respect to collective bargaining and other union-related activities.

What We Do

- Acquisitions and Dispositions
- Branding
- Corporate Transactions
- Real Estate
- Development, Construction, and other Land Use Matters

- Healthcare
- Management Agreements and Operations
- Bankruptcy
- Tax
- Labor and Employment Counseling and Compliance
- Government Incentives, Affairs, and Public Policy

Representative Experience

Transactional Matters

- Represented senior living owners/operators in the acquisition of:
 - a portfolio of assisted living and memory care facilities in the Kansas City area (both Missouri and Kansas), including all transition agreements, a joint venture agreement, and both senior mortgage and mezzanine loans.
 - an independent living facility in West Knoxville, Tennessee, including a management agreement and mortgage and mezzanine financing.
 - senior living facilities in Pennsylvania, Florida, New Jersey, and Colorado.
 - a CCRC in central Pennsylvania and related acquisition financing.
 - a senior living management company.
- Represented senior living owners/operators in the sale of:
 - \$3.1 billion in assets to another senior living owner and operator.
 - senior living facilities in New Jersey, Colorado, Pennsylvania, and Florida.
- Represented senior living management company with regard to:
 - multiple management agreements in San Antonio, Dallas, and other Texas cities.

- multiple management agreements in Pennsylvania.
- multiple management agreements in Delaware and New Jersey.
- Represented senior living operator in the establishment of home healthcare companies.
- Represented bridge lender in the financing/refinancings of numerous senior living facilities throughout the Eastern U.S. in over a dozen separate financings.
- Represented owner/operator in a significant construction loan for ground up construction of a SNF in Long Island and transition of residents from old facility.
- Represented client in the formation of a joint venture and the related construction financing of \$31.5 million for the development of an ALF in San Jose, California.
- Represented senior living owner/operator in sale and leaseback of multiple facilities with major REIT and resulting master lease agreements, subleases, and management agreements.
- Represented a senior housing operator in a joint venture with a capital partner for a portfolio of New York metropolitan area senior living development projects.
- Represented not-for-profit owner of a community-based SNF in East New York, Brooklyn, in its obtaining of tax-exempt bond financing for various capital improvements to its facility and in obtaining C-PACE financing for energy improvements to its building systems.

Regulatory

- Represented an ALF/ILF through the rezoning process in the City of Mineola, New York.
- Represented a CCRC in obtaining the regulatory approvals necessary for its license in Florida.

- Represented SNFs and ALFs in statewide Medicaid long-term care procurement process.
- Represented senior living facilities in new regulatory requirements for emergency generators needed to power facilities during outages.
- Represented senior living facility operator in structuring and creation of MSO in compliance with regulations, including applicability of the corporate practice of medicine doctrine.
- Represented an owner/operator of two ALFs in defending against regulatory issues that surfaced as a result of felony charges being pressed against the owner, which were resolved by the Akerman team, resulting in all charges being dropped.
- Bankruptcy
- Represented series of nursing homes in Chapter 11 and regulatory actions by the state; including but not limited to, vendor payments, sale of facility, and associated fines and sanctions.
- Represented a CCRC in a bankruptcy proceeding.

Litigation

- Represented governmental investigations of senior living facilities, including federal Civil Investigative Demands (CIDs).
- Represented SNF in privacy issue before state ombudsman.

Tax

- Represented senior living operator in a multimillion-dollar state of Illinois sales and use tax audit and appeal.

Labor & Employment

- Represented senior living facility management in employment law matters and traditional labor law matters, including union-free supervisory

training, defending union organizing campaigns, negotiation of collective bargaining agreements, labor arbitrations, and work stoppages.