



## David A. Ryan

Member

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### Biographical Information

David A. Ryan's practice encompasses a broad array of transactions, ranging from developments involving real estate to securities offerings to mergers and acquisitions. His practice generally can be grouped into the following categories:

**Real Estate:** Purchases, developments and divestitures of all types, including commercial, residential, mixed-use, resort, special-purpose and others, comprise David's real estate practice. Transactions often include assemblage of land parcels, complex entitlements issues, historic districts, tax credits, negotiation of joint development ventures and agreements, procurement and negotiation of debt and equity through institutional providers and private placements, procurement of all capital stack components, negotiation of hierarchical risks and returns to various transaction participants, provision of non-consolidation opinions and other opinions necessary to facilitate financing and otherwise consummate transactions.

**Condominiums:** As an integral component of David's real estate development experience, he has been involved in a multitude of condominium developments, including mixed-use, residential, commercial, vertical, horizontal and land condominiums. Such projects have included procurement of air rights, subterranean rights, lighting rights and other issues associated with high-rise/high-density developments. These transactions have involved private parties, public entities and governmental institutions, and in some instances have involved private, public and

governmental participation in a single development.

**Ground Leases:** Ground lease structures are a recurring theme in David's practice, and he has negotiated such arrangements in connection with a variety of real estate transactions, some of which involve condominiums, others which involve private and public institutions, and many of which have involved both public and private universities. As a component of his ground lease experience, David has structured sub-ground leases as a derivative component of master ground lease structures and has negotiated ground lease conversions to fee ownership interests. The specific issues pertaining to title insurance represented by ground lease transactions are an area in which David has been heavily involved.

**Public-Private Partnerships:** As the public sector has become interested in sharing the financial burdens and risks associated with large scale developments, David's practice has increasingly involved public-private partnerships. These arrangements have involved municipalities, counties and state organizations across the United States, and have included infrastructure projects, mixed-use developments, toll bridges, student housing, and hotels and related developments in resort areas.

**Securities:** Exempt from registration securities offerings have played a significant role in David's practice, whether such offerings have been for a particular project or whether a fund is being created for various investment purposes, and whether related to real estate or otherwise. David's securities practice has involved significant filings and appearance before local, state and federal agencies.

**Mergers and Acquisitions:** The purchase and sale of business interests and controlling interest purchases and sales in ongoing business ventures have been a component of David's practice from its inception, and involves asset purchases, ongoing business concern purchases and sales, membership interest purchases and sales, negotiation of structured buyouts with post-closing participation in ongoing success of the venture, as well as wind-downs, spinoffs and other types of divestitures, including addressing the various tax implications associated therewith.

**Professional Services Representation:** Throughout David's practice he has been active in the representation of physicians and physician groups with their various transactional needs, including professional services agreements, management services agreements, mergers, acquisitions, partial, complete and phased

buyouts of professional service groups and other related transactions. He has been involved in multiple Certificates of Need procurements. Restructuring of professional service groups to facilitate growth, attraction of talent and succession planning has also been an area of focus in David's professional services representation.

**General:** Throughout David's practice he has been integrally involved in and consummated billions of dollars of transactions, and in doing so has represented owners, developers, borrowers, lenders, equity providers, municipalities and state agencies.

David is a member of the American, Birmingham and Mobile Bar Associations, and serves as a member of the Board of Directors of various charitable and civic organizations.

## Admissions

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- Alabama State Bar, 1990

## Education

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- J.D., University of Alabama School of Law, 1990
- Auburn University, 1987

## Additional Information

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### Award

- Martindale-Hubbell Rated



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