



## SPORTS FRANCHISE ACQUISITION DUE DILIGENCE

*The Jackson Lewis Collegiate and Professional Sports Group counsels clients on all labor and employment issues that may impact sports franchise acquisitions, sales, and reorganizations, including:*

### **Employee Benefit Issues**

- Counseling with regard to negotiating strategies for the buyer or seller in stock and asset purchases, mergers, and related transactional matters with a view to minimizing liabilities associated with employee benefit programs, including strategies for collectively bargained benefits and multiemployer plans
- Due diligence and analysis of legal obligations regarding pension, welfare, and fringe benefit programs and their effects in the context of mergers, acquisitions, and dispositions
- Negotiation and preparation of employee benefit related provisions of purchase and sale agreements and associated documents
- Identification and review of prior arbitration awards against the seller to determine whether they limit or otherwise modify the seller's right to sell the operation

### **Litigation**

- Assessment of pending employment-related litigation and threatened claims
- Assistance negotiating indemnification and hold harmless provisions

### **Employment Practices**

- Analysis of FLSA classifications of employees who "come" with the transaction and advice to preempt issues post-sale
- Audit of general wage and hour practices of seller to anticipate potential claims and correct practices post-sale
- Audit of compliance with immigration laws/IRCA
- Review of general employment policies and procedures
- Review of restrictive covenants, such as non-competition, non-solicitation, and confidentiality agreements
- Review of executive contracts
- Assessment of federal contractor status and compliance with resulting obligations

### **Labor Relations Issues**

- Assessment of seller's potential obligations under its collective bargaining agreement and the National Labor Relations Act
- Assessment of seller's potential obligations for a purchaser's acts or omissions
- Assessment of purchaser's potential bargaining obligations
- Assistance with structuring transactions to avoid assuming seller's collective bargaining agreements and implementation of initial terms and conditions of employment
- Identification of all unsettled grievances and demands for arbitration raised against the seller

**For more information on Jackson Lewis' Collegiate and Professional Sports Group, please contact Paul Kelly at [Paul.Kelly@JacksonLewis.com](mailto:Paul.Kelly@JacksonLewis.com) or Gregg Clifton at [Gregg.Clifton@JacksonLewis.com](mailto:Gregg.Clifton@JacksonLewis.com).**