

## COLLEGE & UNIVERSITY

Hodgson Russ advises colleges and universities ranging from large public and private universities to four-year and community colleges and all types of related entities on the full range of their legal matters.

Our college and university team is multidisciplinary in nature, involving attorneys who regularly counsel higher-education providers on matters involving capital projects; tax and corporate matters; immigration; intellectual property; labor and employment; and litigation, including employment litigation, among numerous other areas. Our higher-education team has a broad and deep understanding of the special and complex nature of issues faced by colleges and universities. Many of these attorneys serve or have served on the boards of directors of universities and colleges and their foundations.

Some of the areas in which we have extensive experience serving colleges and universities include:

### **Capital Projects**

In response to increased enrollment and heightened expectations of today's college students, recent years have seen unprecedented capital development by and for colleges and universities. While these projects are beneficial, they also present many challenging legal issues. In addition to the concerns normally associated with any commercial real estate development project, because colleges and universities and their affiliated entities are generally organized as federally tax exempt, nonprofit, or educational corporations, these types of projects often require very specialized legal disciplines. In recognition of these unique challenges, Hodgson Russ attorneys regularly counsel higher-education clients and their affiliated for-profit and nonprofit corporations and limited liability companies on capital development.

### **Corporate and Tax Issues**

The corporate and tax laws affecting colleges and universities are evolving dramatically. For example, Congress and the IRS recently increased their interest in the activities of higher-education institutions, focusing on such issues as endowment fund management and compensation. Hodgson Russ has extensive experience working with colleges and universities, their foundations, and related organizations on these types of issues and is well situated to assist them with both the challenges and opportunities presented by the legal framework within which they operate.

### **Professionals**

#### **Attorneys**

Christopher Canada  
Catherine Grantier Cooley  
George Cregg  
Alfonzo Cutaia  
Amy Fitch  
Charles H. Kaplan  
John Lopinski Ph.D.  
Elizabeth McPhail  
Adam Perry  
Rafael Pignataro  
Paul Roman Jr. Ph.D.  
Patricia Sandison  
A. Joseph Scott III  
Jeffrey Swiatek  
Nadene Zeigler  
Henry Zomerfeld

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### **Immigration**

The immigration attorneys at Hodgson Russ have extensive experience assisting colleges, universities, and related entities with their immigration needs. Our attorneys are skilled in handling a broad range of immigration issues for higher-education institutions, and this experience is enhanced by our regular interactions with U.S. Citizenship and Immigration Services' four regional service centers, with U.S. Customs and Border Protection, and with U.S. Consular offices around the world, giving us great familiarity with each agency's practices and procedures.

### **Intellectual Property**

The intellectual property attorneys who are part of Hodgson Russ's colleges and universities team devote their practice to the protection and enforcement of all forms of intellectual property rights under patent, trademark, copyright, unfair competition, and trade secret laws. Many Hodgson Russ intellectual property attorneys have advanced degrees in engineering and the physical and biological sciences in addition to law degrees. Additionally, some of our attorneys have worked in a university technology transfer office, which gives our attorneys an unusual degree of understanding of academic institutions' requirements and objectives.

### **Labor and Employment**

Hodgson Russ's labor and employment attorneys have extensive experience counseling public and private colleges and universities and their related entities, including union and non-union institutions, in matters involving a wide range of labor and employment laws. We focus on preventive steps first since avoidance of litigation and human resource problems is the most efficient method of minimizing the risk of costly employment disputes. However, should a dispute occur, Hodgson Russ attorneys are well prepared to assist clients in resolving disputes with current and former employees and the unions that represent them.

### **Litigation**

When Hodgson Russ's college and university clients become involved in legal disputes, the number one priority of our litigation team is to protect their legal rights and interests. Our attorneys manage each case as both a legal and operational problem and always aim to resolve every matter in a way that best benefits the institution. The depth of our litigation and trial experience and the breadth of our practice capabilities are extensive. These assets, teamed with the innovative solutions that are a hallmark of Hodgson Russ, provide our higher-education clients with a competitive edge in resolving disputes.

Other services we provide to colleges and universities include:

- Acquisitions and financings of student housing
- Acquisitions of property
- Administrative matters
- Arbitrations and general labor matters

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- Bond financings
- Charitable trusts
- Contract negotiations
- Corporate restructurings
- Domain name disputes
- Dormitory projects
- Employee benefits matters
- Employee relations matters
- Endowment fund matters
- Environmental matters
- Federal employment tax audits
- Fraternity and sorority matters
- General corporate matters
- Gifts of property
- Gifts of real estate
- Health law matters
- Incorporations
- Joint ventures
- LLC formations
- Naming rights
- Patent matters
- Pension matters
- Real estate matters
- Real property matters
- Refinancings
- Retirement plans
- Tax matters
- TSA programs
- Unemployment insurance audits
- Vendor contracts

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### Experience

Hodgson Russ attorneys represented a college in the refinancing of its tax-exempt fixed-rate bonds and letter of credit-backed variable rate bonds with two new tax-exempt bond issuances aggregating approximately \$35 million purchased by two different financial institutions. Hodgson Russ also represented the college in connection with interest rate swaps entered into in connection with such refinancings as well as a line of credit.

Hodgson Russ partner Terrence M. Gilbride serves as counsel to Corvias Group, a national developer of military and student housing, in conjunction with student housing projects in Massachusetts, Alabama, New York, and Georgia.

Mr. Gilbride led a team of Hodgson Russ lawyers in representing a State University of New York university center on a major legislative initiative that ultimately became the basis for the NYSUNY 2020 legislation enacted into law by Governor Andrew Cuomo. This engagement included development of comprehensive public-private partnership legislation to facilitate a multibillion-dollar expansion of the university center's campuses. We also served as State Environmental Quality Review Act (SEQRA) counsel to the university center for the three campus capital project related to this legislative initiative.

Mr. Gilbride serves as counsel to Buffalo 2020 Development Corporation, a nonprofit joint venture between the University at Buffalo Foundation and the Research Foundation of the State University of the New York. This entity has been actively engaged in various capital projects in and around the Buffalo Niagara Medical Campus, including development of a \$300-million clinical translational research facility and biosciences incubator for University at Buffalo. Through the utilization of a unique public-private partnership condominium structure, Buffalo 2020 Development Corporation was able to develop this facility by co-location with a working hospital, thereby maximizing operational efficiencies and substantially reducing duplicate costs for both facilities.

Mr. Gilbride represented a nonprofit affiliate of the University at Buffalo in conjunction with land acquisition for the development of the new School of Medicine and Biomedical Sciences facility in downtown Buffalo. This \$450 million facility, which anchors the university's new downtown campus, represents the largest single construction project ever undertaken by the State University of New York and incorporates an operational subway station in the lobby. This feature necessitated negotiation of a first-of-its-kind long-term air rights lease agreement with the Niagara Frontier Transportation Authority.

A team of attorneys from Hodgson Russ's College & University Practice led by Terrence M. Gilbride represented a community college foundation on various matters related to the construction and financing of an apartment-style housing facility for students, including the preparation, negotiation, and review of related conveyance, construction, and financing documents and the resolution of title issues relating to the site of the facility. Prior to this engagement, this team of attorneys has also represented six other New York community colleges (or their affiliated foundations or auxiliary service corporations) in conjunction with student housing projects and one community college in conjunction with the development of a satellite academic facility.

Hodgson Russ worked with a private college to close on its acquisition of an adjacent complex, presenting the college with long-awaited opportunities to develop an interdisciplinary science center and solve its parking issues. The work began years earlier, when the college initiated the purchase of what was then the headquarters of a local health care company, along

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with an adjacent parking ramp, after the company announced its plans to build a new facility near the city's waterfront. Mr. Gilbride guided the college through signing a long-term purchase contract that allowed it the time necessary to raise funds for the \$18.5 million purchase while preventing the site from sitting vacant for the time between the signing and closing of the deal. It also expanded the college's footprint and connects the school with its athletic center.

Assisted a growing community college in the Finger Lakes region of New York with multiple purchases of property around their campus.

Assisted the foundation of a well-known public university in Central New York with sale of a student housing complex and related bond defeasance.

Represented a higher education client in the negotiation of an AIA design agreement for the remediation of its sports fields.

A Hodgson Russ team led by Terrence M. Gilbride represents five state university-affiliated foundations in conjunction with the development and operation of 11 privatized student housing projects on the campuses of University at Buffalo, SUNY Canton, Buffalo State College, and SUNY Purchase. This representation involved the creation of a unique financing model for the development and construction of on-campus student apartments with 100 percent private funding. This representation includes negotiation and drafting of all lease and facility related agreements between SUNY and the nonprofit sponsors of the individual housing projects.

### **In the News**

Coronavirus Resource Center

Colleges Adapt to Changing Times: Higher Education Leaders Promote Value of College Experience  
*Buffalo Business First*, April 10, 2015

### **Press Releases**

Labor and Employment Attorney Charles H. Kaplan Joins Hodgson Russ  
*Hodgson Russ Press Release*, March 24, 2020

Hodgson Russ Represents Corvias in \$517 Million Student Housing Public-Private Partnership  
*Press Release*, January 21, 2015

### **Publications**

Recent COVID-19 Developments for Tax-Exempt Organizations/Nonprofits  
*Hodgson Russ Tax-Exempt Organizations Alert*, May 13, 2021

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New York Appellate Court Decision Stops Short of Settling Solar Property Tax Issues  
*Hodgson Russ Renewable Energy Alert*, September 22, 2020

Update on CARES Act Emergency Financial Aid Grants to Higher Education Students  
*Hodgson Russ College & University Alert*, July 31, 2020

Department of Education Releases Final Title IX Regulations  
*Hodgson Russ Education Alert*, May 13, 2020

Senate Bill Provides Path for Universities to Claim Micro-Entity Status  
*Intellectual Property & Technology Alert*, March 13, 2015

**Presentations & Events**

Getting Back on Campus: Preparing Your Institution's Reopening Plan and Limiting Your Exposure to Higher Education Class Action Lawsuits  
July 8, 2020

Playing by the Rules: Sexual Harassment and Discrimination Issues in Employment, Education and Athletics  
Hodgson Russ, 140 Pearl St, Buffalo, NY 14202, August 3, 2018

Legal Update for Colleges and Universities  
New York, NY, October 24, 2012