

OUR PRACTICE

Environment, Social and Governance (ESG)

Baker Donelson's team of Environment, Social and Governance (ESG) lawyers take an integrated approach in helping our clients effectively navigate the developing ESG landscape. Our forward-looking team monitors the market, as well as regulatory, shareholder advisory and investor requirements and expectations, to assess opportunities, risks and compliance on behalf of our clients.

The Firm's ESG attorneys include leading [Corporate](#), [Employment](#), [Energy](#), [Information Security](#), and [Environmental](#) professionals who have proven experience with the governmental, legal, operational and regulatory issues to ensure our clients know how to address ESG considerations.

Boards, company management teams and investors across a multitude of industries contend with ESG issues, which influence capital investment decisions across the globe. Baker Donelson counsels its clients to understand this rapidly evolving area of law; develop ESG policies and programs; respond to related risks, lawsuits, disclosure obligations and challenges; and seamlessly integrate ESG into business operations.

We also assist clients with B Corporation registration, governance and compliance, the certification process overseen by the non-profit B Lab in which companies meet high standards of social and environmental performance, accountability, and transparency. Clients also turn to us to incorporate Benefit Corporation legal entities.

Baker Donelson partners with clients to ensure proactive compliance and manage the risks and costs related to environmental issues, such as climate change, emissions, greenhouse gases, water allocation and product stewardship. We also assist clients with regulatory and permitting requirements, allocation of liability and property rights. We support our clients' sustainability goals by counseling them on the appropriate investment of technology, assets and projects.

As a Firm, we partner with clients on the social impact of business decisions. After assessing the client's goals, culture, and priorities, we identify areas of opportunity and advise clients through creating, evaluating, and maintaining DEI plans and initiatives (including diverse supplier initiatives), conducting audits and surveys to evaluate workplace culture, and developing robust professional development training curriculums. We also guide clients through setting goals that are specific, measurable, and attainable, addressing legal risk at all stages and providing practical tools and best practices for creating sustainable inclusive workplace climates. This includes developing clear policies on data privacy and security to help our clients manage privacy, security and compliance issues.

Public Companies. The Firm's ESG team counsels public companies by reviewing and advising on disclosures related to U.S. Securities and Exchange Commission (SEC) filings. This includes advice and counseling regarding risk factors, as well as evolving standards on both mandatory and voluntary disclosures. Clients also turn to us for advice about risks and opportunities in board oversight of ESG issues.

Our capabilities include navigating the various ESG frameworks on disclosure, including the UN Sustainable Development Goals (UN SDGs), Global Reporting Initiative (GRI), Sustainability Accounting Standards Board (SASB) and the Task Force on Climate-related Financial Disclosures (TCFD). We also provide ESG due diligence; counseling on ESG regulatory developments, navigating investor relations and ESG activism; and advice on ESG policies and implementation.

Private Companies, Private Equity and Venture Capital. Baker Donelson advises clients on the various tools and frameworks for tracking and measuring ESG risk and impact, such as UN SDGs, GRI, SASB, TCFD, and emerging standards and frameworks for private equity funds. We also assist clients in navigating disclosures in private offering memoranda and other investment materials.

Baker Donelson advises clients on ESG due diligence related to acquisitions investment strategies for forming and raising ESG-related funds; monitoring portfolios for ESG-related investment performance; and assessing ESG risks and opportunities regarding exit strategy.

At Baker Donelson, ESG is not just what we do – it is who we are. The Firm has a long-standing commitment to corporate social responsibility and is dedicated to [Diversity & Inclusion](#), the Firm's [Women's Initiative](#), [Pro Bono](#) efforts, [Baker Green](#) and our stated [Vision and Values](#).



Case Studies

- [Baker Donelson Drafts Pore-Space Lease Agreement for Carbon Capture and Sequestration \(CCS\) Project](#) - Pore-Space Lease Agreement



Representative Matters

- Represented a manufacturer of solar power generation equipment located in California with respect to an RFP bid process and subcontractor agreement for construction of a power generation facility in South Africa.
- Counseled renewable developers in connection with the development and sale of multiple solar generation facilities, including the negotiation of related PPAs and renewable energy credit (REC) sales.
- Advised an investment fund in connection with its acquisition of a portfolio of solar generation projects, including related PPAs, VPPAs, community solar arrangements and other hedging measures.
- Represented renewable developers in connection with the development and sale of wind generation farms, including the negotiation of related PPAs, REC sales, and financing arrangements, and participation in related RFPs.
- Counseled retail electricity providers with respect to the acquisition and sale of renewable energy via PPAs, VPPAs, and REC purchase and sale arrangements.
- Drafted a pore-space lease agreement for a large private landowner that is developing a Gulf Coast business focused on carbon capture and storage (CCS/CCUS).



Resources

- [Harvard Business Review – 10 ESG Questions Companies Need to Answer](#)
- [Harvard Law School Forum on Corporate Governance – ESG Matters](#)
- [ESG Evaluation Brochure – S&P Global](#)
- [ESG Investing: Practices, Progress and Challenges \(OECD 2020 Report\)](#)
- [Making Sense of ESG \(PWC Publication 2020\)](#)
- [SEC: Sample Letter to Companies Regarding Climate Change Disclosures \(Sept. 2021\)](#)
- [SEC: What is ESG Investing?](#)
- [SEC Investor Bulletin: Environmental, Social and Governance \(ESG\) Funds](#)
- [McKinsey Quarterly: Five Ways that ESG Creates Value](#)
- [ESG Policies for REITs](#)