OUR PRACTICE

Investment Management

Baker Donelson's Investment Management Group delivers comprehensive legal counsel to help clients maximize returns and minimize risk in today's complex regulatory environment. Our team advises registered investment advisers, private fund managers, broker-dealers, institutional investors, family offices, and financial services firms, among others, on all aspects of investment management law. Our services include every aspect of an investment manager's business, from fund formation and structuring to acquisitions, sales, financing, employment matters, securities enforcement, and dispute resolution.

Who We Serve

We represent a diverse array of clients, including:

- **Registered Investment Advisers (RIAs):** We work with institutional and retail advisers, multifamily offices, and various investment adviser platforms seeking guidance on Securities and Exchange Commission (SEC) and state registration, compliance programs, and ongoing regulatory obligations.
- **Private Fund Managers:** Private equity funds, venture capital funds, real estate funds, credit funds, hedge funds, and multistrategy funds call on our team for counsel on structuring, formation, offering documents, and investor disclosures.
- **Institutional Investors and Family Offices:** We advise institutional investors and family offices on private fund investments, co-investments, joint ventures, and strategic transactions with leading fund managers.
- **Emerging Companies and Venture Accelerators:** We provide support for early-stage technology ventures, accelerators, and minority investment platforms with structuring and compliance.

Our Services

Attorneys in our Investment Management Group have extensive experience guiding clients through the intricacies of federal and state securities laws, including the Investment Advisers Act, Investment Company Act, Securities Act, Securities Exchange Act, Employee Retirement Income Security Act (ERISA), and related regulations. We regularly assist clients with SEC, Financial Industry Regulatory Authority (FINRA), and state regulatory examinations, investigations, and enforcement matters.

Baker Donelson offers strategic, customized solutions, including:

- **Fund Structuring and Formation:** Guidance on creating and structuring both domestic (onshore) and international (offshore) investment funds, including preparation of offering documents and investor disclosures.
- **Investment and Transaction Support:** Ongoing counsel for investments, transactional matters, and compliance with securities laws.
- **Registration and Regulatory Advice:** Assistance with federal and state registration for investment advisers, including detailed compliance guidance.
- **Tax Planning:** Strategic U.S. federal income tax planning for fund formations, investments, and acquisitions.
- **Mergers and Acquisitions:** Comprehensive support for mergers, acquisitions, dispositions, recapitalizations, and private equity transactions.

- **Finance Transactions:** Experience in senior, mezzanine, subordinated, and acquisition financing, as well as refinancing, capital call lines, subscription facilities, and project finance arrangements.
- **Regulatory Compliance:** Counsel on compliance with Dodd-Frank, the Securities Act, the Securities Exchange Act, and the Investment Advisers Act.
- **Regulatory Proceedings:** Representation in regulatory inquiries, examinations, and enforcement proceedings involving disclosure issues, outside business activities, private securities transactions, selling away, research, pricing, suitability and disclosure for complex products and private placements, due diligence, mutual fund share-class matters, insider trading, gift and entertainment violations, fee overcharges, anti-money laundering (AML), cybersecurity, Reg S-P compliance, registration and licensing, internal investigations, and "Wells" submissions.
- **Real Estate Services:** Support for real estate transactions, leasing, financing, and joint venture arrangements.
- **Labor and Employment:** Advice and representation in labor and employment matters, including transition disputes, non-solicitation and non-compete agreements, FINRA arbitrations, whistleblower protections, employee classification, pay sensitivities, vacation policies, and Form U5 disclosures and expungement proceedings.
- **Employee Benefits and Executive Compensation:** Planning and guidance for employee benefits and executive compensation strategies.
- **Data Privacy and Security:** Assessment and development of policies to ensure preparedness and regulatory compliance.

Our team combines deep industry experience with a proactive approach to regulatory compliance and risk management. We help clients develop and implement tailored compliance policies, navigate evolving regulations, mitigate legal risks, and achieve strategic growth in a rapidly evolving regulatory landscape.