

Neil F. Yeager

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Pronouns: he, him, his

Neil Yeager has developed an extensive and diverse practice in the areas of business, finance, commercial, and real property law where he has gained expertise over the course of more than forty years of legal practice. His practice involves both private and public clients of the firm. He has represented client interests in a broad range of complex business, finance, and commercial matters, including contract negotiation, personal property secured transactions, securities law, municipal bond law, equipment leasing, and commercial loan transactions. He also has in-depth experience in a full array of real property transactions involving commercial and industrial leasing, ground leasing, real property acquisition and sale transactions, real property finance, construction lending, options, easements and licenses, and landlord and tenant representation.

During the course of his career, Neil was continuously involved in advising Unified Grocers, Inc., one of the country's largest retailer-owned grocery wholesalers. He represented this client in acquisition and leasing transactions relating to retail supermarket locations throughout California and the west, including both the acquisition and leasing of existing locations and the construction and leasing of new locations. Neil had lead responsibility over the years in representing this client in the bulk acquisition and disposition of numerous supermarket locations which became available through divestitures connected with chain store mergers.

Neil has also represented many other grocery and non-grocery industry clients in acquisition and leasing transactions, including stock and asset purchases and sales, facilities leases, and general business and contract matters.

Neil's depth of experience has made him a valuable resource to the firm's many public entity clients. He serves as real property counsel to the firm's public clients regarding matters such as the acquisition of property for municipal facilities, parks and open space, and the leasing or other disposition of property for commercial development. Neil has

PRACTICES

Public Law

Real Estate and Business Law

EDUCATION

J.D., University of Southern California Law School, 1974

B.A., cum laude, Claremont Men's College (now Claremont McKenna), 1970

ADMISSION

State Bar of California

United States District Court for the Central District of California

AFFILIATIONS

State Bar of California, Business Law Section

Los Angeles County Bar Association, Real Property Law and Business and Corporations Law Sections

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also had extensive involvement in a variety of public finance matters involving the firm's clients, including the issuance of municipal bonds.

REPRESENTATIVE MATTERS

- Counsel to the City of Santa Clara in the preparation of ground leases for a proposed 8 million square foot, multi-phase, mixed-use project to be developed by a private developer on land (former landfill) owned by the City adjacent to the new Levi's Stadium.
- Counsel to the City of Industry in its acquisition of 525 acres of land in the Tonner Canyon area of Orange County. A significant part of this transaction was the negotiation of easements and rights-of-way relating to the Seller's continuing rights to access and use of multiple oil well sites located on the property.
- Counsel to the City of Industry in the ground leasing of 400 acres of City-owned land to Majestic Realty Co. for commercial and light industrial development. This was a private/public transaction, with the developer constructing the improvements and with the City sharing in rental receipts.
- Counsel to the City of Santa Clarita in its negotiation and ongoing purchase of properties as part of its open space acquisition program.
- Representation of Unified Grocers in the purchase from Albertson's, Inc. of 32 California retail grocery store locations and related FF&E and liquor licenses, and the concurrent resale of the same to independent retail grocer members of Unified. This involved both leased and owned locations. Representation included review, negotiation and drafting of purchase and sale agreements and related ancillary documentation (e.g., subleases, guarantees), due diligence review of property files relating to the locations, review of title documents and obtaining of title policies, review of applicable labor contracts, WARN Act compliance, and the obtaining of necessary landlord consents, estoppels and other agreements.
- Representation of Unified Grocers in the proposed purchase from Ralphs Grocery Co. of 16 leased retail grocery store locations and related FF&E and liquor licenses, and the concurrent resale of the same to independent retail grocer members of Unified. Representation included review, negotiation and drafting of purchase and sale agreements and related ancillary documentation (e.g., subleases, guarantees), due diligence review of property files relating to the locations, review of title documents, review of applicable labor contracts, and the obtaining of necessary landlord consents, estoppels and other agreements. This project proceeded to near completion but was not consummated for business reasons.
- Representation of a purchaser of the assets and liquor licenses of 12 Southern California, Hispanic formatted grocery store locations and one related warehouse facility. Representation included

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review, negotiation and drafting of purchase and sale agreement and related ancillary documentation (e.g., store and warehouse leases, purchase money loan and security documentation, limited liability company documentation, non-competition agreements, key employee employment agreements), due diligence review of property files relating to the locations, and review of title documents.

- Counsel to Loyola Marymount University in its $75 million acquisition from Raytheon Corp. of the former Hughes Headquarters building. This facility consisted of approximately 550,000 square feet of building space, underground parking, auditorium and heliport, and was incorporated into the University's Westchester Campus as classrooms and offices. Due to the complicated nature of the seller's title and original acquisition financing scheme, this transaction was structured as a ground lease with pre-funded option to purchase.
- Representation of numerous other independent retail grocers in the leasing, acquisition and sale of store locations and related FF&E and liquor licenses.
- Negotiation and documentation of warehouse and office space leases, as well as representation in connection with the leasing of both mechanized and non-mechanized warehouse equipment (e.g., conveyor and sorting equipment, racking, fork lifts).
- Representation of numerous clients in matters involving lease interpretation, as well as lease disputes concerning rent obligations and maintenance, repair and replacement obligations.
- Negotiation and documentation of various business agreements such as loan agreements, stock purchase agreements (both common and preferred), supply agreements, electronic ordering agreements, advertising and marketing group agreements, and coupon clearing agreements.

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