



## Manuel Escobar

*Partner*

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### PRACTICE AREAS

*Corporate & Business Transactions*

*Real Estate*

*Mergers & Acquisitions*

*Labor & Employment*

*Employee Benefits*

*Health Law*

*Privacy and Data Security*

*Electric Energy*

### INDUSTRIES

*Real Estate*

*Healthcare*

*Electric Energy*

Manuel counsels private companies and individuals across multiple industries, working closely on transactional matters with business owners and senior management. He assists clients with business formation and ownership from entity selection to dissolution, as well in as a broad range of other transactional matters for both for-profit and nonprofit entities, including ownership structure, drafting formation and operating documents, and advising on corporate governance. Manuel has helped a variety of businesses and individuals form, wind down, and buy and sell businesses across Texas.

Manuel's securities law practice includes working with private placement transactions involving small and medium-sized companies, including review and qualification for state and federal securities exemptions as well as drafting offering memorandums and related subscription documents. Manuel has also assisted clients with numerous real estate transactions. His experience includes drafting contracts, deeds, deed covenants and restrictions, and easement agreements as well as reviewing and negotiating small and large commercial leases.

Manuel has worked with clients ranging from individual entrepreneurs and small business owners to oil and gas companies and operators, groundwater producers, cooperative associations, hospitals and healthcare providers, real estate developers, property managers, landlords, restaurant owners, doctors, veterinarians, beverage manufacturers, and more.

## Representative Experience

### Corporate & Business Transactions

Manuel has experience counseling clients across a wide range of corporate and business transactions. His experience includes:

- Assisting with the formation and dissolution of business entities, both for-profit and nonprofit, including entity selection, ownership structure, drafting governance documents and advising on corporate governance.

- Assisting with conversions and mergers of business entities for nonprofit status.
- Assisting with conversions and mergers of qualifying entities for nonprofit status.
- Resolving entity filing errors and failures to register.
- Reviewing and drafting of a variety of contracts including: letters of intent, purchase and sale agreements, employment agreements, independent contractor agreements, intellectual property licensing and transfer agreements, confidentiality and non-disclosure agreements, website terms and conditions, waivers and releases, master service agreements, privacy policies and requests for proposals.
- Drafting of new distributor agreements and amendments for a national food company following the acquisition of a local beverage manufacturer for use nationwide.
- Reviewing a worldwide repository of confidentiality agreements for an oil and gas producer.
- Business disputes and resolution.
- Succession planning including delayed and staged transfers and transfer restrictions.

## **Electric Energy**

Manuel assists many of the firm's electric cooperative clients with a variety of corporate transactional matters including:

- Real estate purchases and sales.
- Easement agreements.
- Financing transactions, including the preparation of loan opinions.
- Corporate governance, including annual meeting issues, amendment of Articles of Incorporation, and combinations and mergers.

## **Groundwater**

Manuel's experience in this area includes:

- Representation of a Texas midstream water company in corporate and real estate matters, including acquisitions, easements, groundwater leases, and service agreements.
- Representation of water producers in the negotiation of groundwater leases.
- Representation of a Texas municipality regarding water supply and related agreements.

## **Health Law**

Manuel's experience in this area includes:

- Representation of a Texas hospital district in a variety of transactional matters, including corporate records organization and review; corporate governance issues; commercial leasing; real estate purchases, sales and financing; complex joint venture transactions; review of bond financing and indenture documents; and physician recruitment agreements and planning.
- Purchases and sales of physician and veterinary practices.

## **Mergers & Acquisitions**

Manuel's experience in this area includes:

- Drafting and reviewing of asset purchase agreements and related documents for mergers and acquisition transactions.
- Providing due diligence review of documents in connection with the purchase of businesses.

## Real Estate

Manuel has assisted clients with numerous real estate transactions. His experience includes:

- Drafting of purchase and sale contracts, deeds, deed covenants and restrictions, and easement agreements.
- Reviewing real estate transaction and title documents.
- Reviewing and preparing commercial leases.

## Securities

Manuel's experience in this area includes:

- Assisting clients with private placement transactions involving small and medium-sized companies, including review and qualification for state and federal securities exemptions.
- Assisting clients with the drafting of offering materials and related subscription documents for private placements.

## Publications & Presentations

- Co-presenter, *Cryptocurrencies — Tax and Security Law Primer*, BLOQSpace Cryptocurrency, Coding, and Blockchain Meetup, San Antonio, Texas (June 18, 2018)
- Co-presenter, *Cryptocurrencies Tax and Security Law Primer*, Austin Tech Alliance Lunch & Learn, Capital Factory, Austin, Texas (May 9, 2018)
- Co-author, *Legal and Nonprofit Organizations Review Civil Detainer Program*, Austin Lawyer (June 2012)

## Professional Associations & Community Involvement

- American Bar Foundation (Fellow)
- Anti-Defamation League of Austin (Board Member; Co-Chair, Civil Rights Committee)
- Austin Bar Association
- Austin Bar Foundation (Fellow; Board Member)
- Hispanic Bar Association of Austin (Member, Past President)
- Hispanic Bar Association of Austin Charitable Foundation (Board Member)
- Hispanic National Bar Association
- State Bar of Texas: Hispanic Issues Section (Past Chair, Council Member)
- Urban Renewal Board of the City of Austin (Chair)

## Professional Recognition

- Nominee, Pro Bono Attorney of the Year, American Gateways (2015)
- Recipient, Hispanic Bar Association's President's Award (2015)
- Recipient, Hispanic Issues Section Chair's Award (2017)

## Bar Admissions

- Texas

## Education/Professional Background

- The University of Texas School of Law, J.D., 2005 (with honors; *Texas Law Review*)
- Rice University, B.A., 2001