



One Firm WorldwideSM



CHICAGO

Jones Day Chicago opened in 1987 and has grown from 14 lawyers 20 years ago to more than 170 lawyers today. Our size and breadth of practice enable us to provide a full range of legal services to businesses not just in the Chicagoland area, but around the world.

We are fully integrated into the local business and legal communities as well as the Firm's worldwide practice, and our lawyers coordinate their activities with colleagues throughout the Firm in an effort to find creative and cost-effective solutions to the complex issues and challenging opportunities facing our clients on a global basis. Jones Day Chicago is positioned to make the knowledge and experience of our lawyers available to serve the needs of all our clients, wherever they are located.

Jones Day Chicago has substantial capability in all of the following areas of practice:

ANTITRUST & COMPETITION LAW

- Antitrust and intellectual property
- Consumer protection issues
- Criminal grand juries
- Dealer termination
- Licensing issues
- Robinson-Patman counseling and litigation
- State and federal investigations

BANKING & FINANCE

- Secured and unsecured commercial loan and asset-based financings
- Acquisition financings, including leveraged buyouts, management buyouts, and tender offer financings
- Securitizations, financial products, derivatives, and other complex structured finance transactions

- Synthetic and leveraged lease financings
- Real estate finance transactions
- Project finance
- Interest and currency exchange rate hedging facilities
- Commodity, credit, and total return swap transactions
- Debtor-in-possession financings, loan workouts, and debt restructurings
- Subordinated and mezzanine debt financings
- Bridge financing facilities
- Private bank lending

BUSINESS RESTRUCTURING & REORGANIZATION

- Corporate restructurings and reorganizations
- Debt restructurings and workouts
- Representation of debtors, creditors' committees, secured and unsecured creditors, lenders and lender groups, indenture trustees, prospective purchasers, and other parties in chapter 11 cases and out-of-court workouts
- Distressed mergers and acquisitions
- Corporate counseling
- Director and officer fiduciary duties (particularly in insolvency situations)
- Advice relating to spinoffs and other complex corporate restructuring transactions
- Fraudulent conveyance and preference analyses
- Cross-border insolvency matters
- Prepackaged and preplanned chapter 11 cases
- Debtor-in-possession financing

CAPITAL MARKETS

- Domestic and international initial public offerings
- Selling shareholder/secondary offerings
- High-yield debt offerings
- Private placements and PIPEs transactions
- Rule 144A and Regulation S offerings
- Domestic and international exchange offerings and listings
- Investment-grade, hybrid debt, and asset-backed offerings
- Capital market transactions concentrated on the utilities and health-care industries
- Sarbanes-Oxley and other regulatory compliance matters
- Guidance in connection with public communications
- Counsel regarding disclosure and regulatory filings

CORPORATE CRIMINAL INVESTIGATIONS

- White-collar crime defense
- Grand jury investigation
- Internal investigation and disclosure issues
- Preventive counseling
- SEC investigations and proceedings
- Health-care fraud allegations
- Fraud and abuse investigations and compliance programs
- Criminal antitrust investigations and trials

- Environmental criminal investigations
- Whistleblower actions
- *Qui tam* actions
- RICO
- Trial, sentencing, and appeals
- Federal and state criminal tax investigations
- State Attorney General investigations
- Coordination of criminal and regulatory investigations with "spinoff" civil litigation

EMPLOYEE BENEFITS & EXECUTIVE COMPENSATION

- Design and administration of ERISA-covered employee benefit plans
- Compensation and benefits issues in mergers, acquisitions, and bankruptcies
- ESOPs and other stock-based plans
- Executive compensation
- Department of Labor investigations
- Public benefit plans
- Plan asset investments
- Retiree medical benefits
- International equity and retirement plans
- ERISA and employee benefits litigation
- Fiduciary duty counseling
- Deferred compensation/409A consulting and design

ENERGY

- Electric and natural gas
- Mergers and acquisitions
- Oil and gas
- Pipelines
- Corporate restructurings
- State and federal regulatory proceedings
- Corporate finance and corporate compliance
- Construction, financing, and operation of generation facilities, including wind farms

ENVIRONMENTAL, HEALTH & SAFETY

- Brownfields developments
- Clean Air Act ("CAA")
- Clean Water Act ("CWA")
- Comprehensive Environmental Response, Compensation, and Liability Act ("CERCLA")
- Compliance counseling
- Endangered Species Act ("ESA")
- Environmental litigation
- Environmental issues in mergers and acquisitions and real estate transactions
- National Environmental Policy Act ("NEPA")
- Occupational Safety and Health Act ("OSHA")
- Oil Pollution Act ("OPA")
- Resource Conservation and Recovery Act ("RCRA")

- State and federal regulatory proceedings
- Wetlands management issues and permits
- Power plant siting and development
- Toxic Substances Control Act (“TSCA”)

HEALTH CARE

- Business transactions including mergers and acquisitions and joint ventures
- Operations and regulatory matters
- Compliance counseling and defense
- E-health business
- Business restructuring and reorganization
- Tax and tax-exempt organizations
- Managed care
- Medicare reimbursement
- Labor and employment
- Employee benefits
- Executive compensation
- HIPAA
- Nonprofit governance
- Charitable trust compliance and defense
- Real estate leasing and development
- Captive insurance arrangements
- Physician contracting
- Property tax exemption applications and challenges

HEALTH CARE FINANCE

- Tax-exempt and taxable public offerings of debt securities
- Public and private offerings of equity securities
- Letters of credit and other credit support
- Bank loans and derivative transactions

INTELLECTUAL PROPERTY

- Patent infringement litigation
- Patent prosecution
- Patent licensing and exploitation
- Trademark prosecution and portfolio maintenance
- Trademark infringement litigation
- Trademark licensing
- Copyright protection and enforcement
- Copyright licensing
- Copyright infringement litigation
- Trade secret maintenance
- Trade secret litigation
- Unfair competition and Lanham Act violations
- Software protection strategy
- Intellectual property audits
- Industrywide licensing programs
- International patents and trademarks
- Patent opinion letters—validity, infringement

LABOR & EMPLOYMENT

- Employment discrimination litigation, including class action defense
- Wage-hour litigation and compliance, including collective action and class action defense
- ERISA and employee benefits litigation
- Collective bargaining and labor arbitration
- Labor relations counseling, union elections, and unfair labor practice proceedings
- Strike-related advice and litigation
- Covenant not to compete, trade secret, and employee-raiding litigation
- Employment agreement counseling and litigation
- Preventive planning, counseling, and training, including compliance auditing
- Sarbanes-Oxley investigations and whistleblower defense
- Acquisition and divestiture counseling, including corporate restructurings, reorganizations, and plant closings

MERGERS & ACQUISITIONS

- Negotiated mergers and acquisitions of public and private companies
- Cross-border business combinations and divestitures
- Unsolicited tender offers and proxy contests
- Serial acquisition and disposition programs
- Leveraged buyouts
- Corporate restructurings
- Recapitalizations
- Joint ventures and strategic alliances
- Stockholder proposals/disputes
- Board/committee representations
- Executive compensation
- Takeover preparedness

PRIVATE EQUITY

- Leveraged buyout and management buyout transactions
- Venture and development capital investments
- Fund formations and representations
- Exit strategies

PRODUCT LIABILITY & TORT LITIGATION

- Class actions
- Coordination of multijurisdictional litigation
- Governmental cost recovery and enforcement actions
- Insurance recovery actions
- Mass tort litigation
- National trial and coordinating counsel
- Product crisis counseling
- Pharmaceutical and medical device claims
- Toxic tort litigation

REAL ESTATE

- Representation of real estate companies, real estate investment trusts (REITs), real estate private equity funds, and institutional real estate investors
- Representation of corporate users in leasing, acquisition, disposition, and development
- Direct real estate investments, acquisitions, dispositions, financing, and leasing
- Indirect real estate investments, formation of funds, joint ventures, limited liability companies, and partnerships
- Development, acquisition, operation, and disposition of hotel and resort properties
- Cross-border transactions
- Commercial real estate lending, hotel lending, construction lending, and loan restructurings and workouts

SECURITIES LITIGATION & SEC ENFORCEMENT

- Securities fraud actions—representation of companies, underwriters, and directors and officers
- Shareholder derivative actions, including actions seeking to block corporate transactions
- Corporate governance and securities
- Special litigation committee investigations
- Audit committee and other board committee representations and investigations
- Litigation counseling on major corporate transactions
- Defense of SEC, DOJ, CFTC, SRO, and state regulatory investigations and proceedings
- NASD and NYSE arbitrations
- D&O insurance and indemnification review

TAX

- Federal
- State and local
- International

TRIAL PRACTICE

- Arbitration/ADR
- Attorney General investigations and litigation
- Bankruptcy-related litigation
- Business disputes
- Class actions
- Commercial litigation
- Complex business disputes
- Multijurisdictional litigation
- Consumer practices
- Dealership, franchise, and distributorship matters
- Financial institutions
- Government investigations
- Insurance coverage claims
- Injunctions
- Oil and gas litigation
- Partnership disputes
- Professional liability
- Real estate and construction
- Regulatory controversies
- Unfair competition

LAWYER CONTACT

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JONES DAY GLOBAL LOCATIONS

ALKHOBAR	DALLAS	LOS ANGELES	PARIS	SINGAPORE
ATLANTA	DUBAI	MADRID	PITTSBURGH	SYDNEY
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BOSTON	HONG KONG	MILAN	SAN DIEGO	TOKYO
BRUSSELS	HOUSTON	MOSCOW	SAN FRANCISCO	WASHINGTON
CHICAGO	IRVINE	MUNICH	SÃO PAULO	
CLEVELAND	JEDDAH	NEW DELHI	SHANGHAI	
COLUMBUS	LONDON	NEW YORK	SILICON VALLEY	