



— Cultural and Arts Institutions



The Kimmel Center, Philadelphia

Legal Services for Cultural Institutions and Organizations

Museums, theaters, operas, symphonies, galleries, conservatories, and other cultural and arts institutions of all sizes face significant organizational demands and unprecedented challenges as they emerge from the pandemic. These challenges range from navigating economic and financial uncertainty and managing momentous workforce shifts to addressing a heightened focus on workplace safety and diversity, equity, and inclusion.

Cultural institutions and arts organizations need legal counsel who understand the special demands and risks confronting their industry—as well as the unique opportunities and rewards. Ballard Spahr’s interdisciplinary team brings deep experience and skill across relevant legal practice areas, including tax, labor and employment, intellectual property, real estate, and finance, as well as corporate governance and transactions, whether nonprofit or for-profit.

Our attorneys also know cultural institutions from the inside—they serve in leadership positions within dozens of local, regional, and national cultural and arts organizations nationwide, including on boards of directors and trustees. This experience provides an even deeper understanding and appreciation of organizations driven by a cultural mission and the constituencies that support them. Our attorneys draw on this insight to provide the strategic counsel that helps institutions achieve their goals and vision.

We advise cultural, arts, historical, and science institutions and organizations on:

- Corporate Governance, Compliance, and Transactions
- Corporate, Public, and Project Finance
- Tax and Tax Exemption
- The Workplace: Labor, Employment, and Employee Benefits
- Intellectual Property: Patents, Trademarks, Copyrights, Licensing
- Real Estate: Development, Finance, Leasing, Distressed Assets
- Litigation and Dispute Resolution: Across All Categories

Comprehensive Counsel for a Complex World

With top-rated practices and offices in key metropolitan markets across the country, Ballard Spahr is well-positioned to provide innovative yet practical legal counsel and representation to cultural and arts institutions. Our team prides itself on superior client service driven by seamless collaboration, whether

handling a discrete issue or taking on a more comprehensive counsel role—including serving as outside general counsel to organizations. We combine national strength with deep knowledge of local and regional markets and jurisdictions.

Our clients include:

- Philadelphia Museum of Art
- Frank Lloyd Wright Foundation, Scottsdale, Arizona, and Spring Green, Wisconsin
- National September 11 Memorial and Museum, New York
- Joy of Motion Dance Center, Washington, D.C.
- Museum of the American Revolution, Philadelphia
- Museum of Northern Arizona Foundation, Flagstaff
- Marcus Performing Arts Center, Milwaukee
- Natural Lands, Pennsylvania and New Jersey
- Port Discovery Children’s Museum, Baltimore

CORPORATE GOVERNANCE, COMPLIANCE, AND TRANSACTIONS

We provide counsel on cultural organization management and operation, including governance, tax compliance, grant agreements, and transactions. Corporate attorneys on our cultural and arts organizations team advise institutions of all sizes and stages of maturity on the best legal framework for operations, as well as on investments, regulatory compliance, special initiatives, and board member conflict-of-interest issues. With decades of business and industry experience, including as directors of major organizations, our attorneys apply their informed perspective, knowledge of the law and regulatory regimes and agencies, and legal skill to identify and address issues before they become obstacles.

Nonprofit and Other Corporate Transactions

We advise on capital raising, mergers and acquisitions, and other transactions for organizations throughout all stages of formation, development, growth, and maturity. We counsel boards of directors on conflict-of-interest issues, appropriate documentation, and due diligence requirements and handle tax aspects of transactions, including IRS inquiries.

Our attorneys represent nonprofits in business combinations and reorganizations, including divestitures, asset acquisitions, mergers, and affiliations, as well

as operating relationships with for-profit subsidiaries. Our multidisciplinary approach to transactions ensures that every facet of a deal is covered, drawing upon the collective talents of our lawyers focused on areas including tax, employee benefits, labor and employment, intellectual property, information technology, real estate, environmental, insurance, bankruptcy, securities, antitrust, and international law.



Nonprofit Entity Creation and Administration

We counsel cultural and arts organizations and other nonprofits on determining and implementing the ideal corporate structure to ensure ongoing legal and tax compliance, as well as efficient and effective operations. Our lawyers advise on creation and operation of supporting entities, including tax exemption, conversions to and from tax-exempt status, obtaining and maintaining favorable tax treatment, and government reporting and filings. We counsel organizations on nonprofit governance, advocacy issues, unrelated business income tax matters, endowment creation and management, restructuring multi-tier entities, and issues involving charitable solicitations and transactions.

Environmental, Social, and Governance (ESG)

The public and various stakeholders increasingly evaluate an organization based on factors such as sustainability, workforce composition and labor standards, board and management diversity, pay equity, and philanthropy. Ballard Spahr has assembled a working group to address the unique ESG issues and goals of our clients, and the heightened importance of ESG for many science and other museums. Our cross-disciplinary approach allows us to help our clients navigate a fast-changing ESG landscape. We draft charters for ESG board committees, advise on ESG committee agendas, and coordinate with other board committees.

Diversity, Equity, and Inclusion Counseling

Our Diversity, Equity, and Inclusion Counseling team advises organizational employers on the development, enhancement, and implementation of their diversity, equity, and inclusion programs. The team performs gap assessments, develops strategic plans, advises on existing programs, develops policies and communication materials, conducts training, and assists with the implementation of diversity, equity, and inclusion programs.

Ballard Spahr is recognized for its own successful and innovative Diversity, Equity, and Inclusion program. Our program encompasses many of the initiatives we advise our clients to consider, including leadership involvement and support, recruitment and outreach to diverse organizations including universities, onboarding and mentoring programs, supplier diversity, business resource groups, and partnerships with the communities we serve.



TAX AND TAX EXEMPTION

We provide federal and state tax advice and representation to a large and diverse group of cultural institutions. For 501(c)(3) organizations and other nonprofits, tax-exempt status is among their most valuable assets. Several members of our team concentrate specifically on federal and state tax-exemption law, an area marked by complexity and rapid statutory and regulatory change. We help for-profit institutions minimize their tax burden and maximize the benefits of tax credits, deductions, and exemptions.

We advise institutional clients on:

- Entity formation and governance
- Tax Exemption Form 990 and IRS compliance
- Unrelated Business Income Tax
- State and local tax exemptions
- Charitable solicitations
- Private inurement, excess benefit transactions, and intermediate sanctions
- Support for organization charities
- Federal and state tax ramifications of transactions, including joint ventures, mergers, and acquisitions

THE WORKPLACE: LABOR, EMPLOYMENT, AND EMPLOYEE BENEFITS

Ballard Spahr attorneys understand the importance of a cultural institution's workforce in driving its mission. Our attorneys have deep experience advising organizations on the full range of employment issues, as well as employee benefits and traditional labor matters, including union-related matters, from contract negotiations to labor arbitrations.

We advise on policies and regulatory compliance, provide training designed to proactively manage issues before they arise, and defend against claims when they occur. Our labor and employment attorneys have helped numerous cultural institutions navigate the pandemic and its wide-ranging impact on the workforce and workplace, including ongoing compliance with heightened safety guidelines.

Workplace Policies, Training, and Compliance.

Employers are subject to a dizzying array of federal laws and regulations, as well as state and local mandates and requirements. We work with employers to draft employee handbooks with proactive policies and to implement sound practices, including those addressing corporate diversity, equity, and inclusion. We guide employers through transactions and agreements, such as reductions in force. We advise on compliance with

the full range of employment laws and regulations, from wage and hour requirements to the Americans with Disabilities Act, Family and Medical Leave Act, and Occupational Safety and Health Administration matters.

Workplace Audits, Investigations, Claims, and

Disputes. Workplace claims of harassment, discrimination, retaliation, and other improper conduct can trigger an investigation, either internally or by an outside entity. We help clients prepare for, initiate, and complete internal investigations or, at their request, conduct the investigation ourselves. We also conduct legal vulnerability reviews and recommend appropriate action to manage or eliminate exposure.

Should litigation be unavoidable, our team includes employment litigators with significant experience representing cultural and arts institutions in courts and alternative forums.

Traditional Labor Matters and Labor-Management Relations

Our team includes labor attorneys with decades of experience representing private, public, and nonprofit employers in their dealings with unions and unionized workforces. We have defended cultural and arts institutions in labor arbitrations and unfair labor practice claims. We represent major museums and arts organizations such as the Philadelphia Orchestra Association in labor contract negotiations. We have led employer negotiations with major unions, including the American Federation of Musicians (AFM), the American Guild of Musical Artists (AGMA), the International Brotherhood of Teamsters (IBT), and the International Alliance of Theatrical Stage Employees, Moving Picture Technicians, Artists, and Allied Crafts (IATSE).

Our traditional labor-related legal services for cultural and arts organizations include:

- Union avoidance training and counseling
- Management of union organizing attempts and corporate campaigns
- Appearances before the National Labor Relations Board and state labor relations boards for unfair labor practice and related cases
- Prevention and control of strikes and picketing
- Union negotiations
- Advice on administration of contracts
- Grievance arbitrations
- Interest arbitrations

Employee Benefits and Executive Compensation

Employee benefits and compensation packages are more important than ever in today's challenging retention environment and the most competitive hiring climate in decades. Orchestras, museums, and other cultural organizations turn to Ballard Spahr for our strength across the many areas of benefits-related legal compliance. We provide arts and cultural institutions with counsel on all aspects of qualified and nonqualified retirement plans, health and welfare plans, and other benefit and compensation matters.

We advise employers on:

- Pension structuring and operation
- Executive compensation
- ERISA
- ERISA-related tax and securities compliance and disclosure

Employment Claims

Our experience includes individual as well as class and collective actions in state and federal trial and appellate courts. We have defended against practically every type of employment-related claim, from discrimination, harassment, and retaliation to ERISA-related benefits disputes and Equal Pay Act cases. We defend employers against claims based on every protected class, as well as in cases involving employment at-will, wrongful discharge, and employment torts, including defamation and emotional distress. We also litigate matters involving:

- the Family and Medical Leave Act
- the Equal Pay Act
- whistleblowing
- employment and executive compensation agreements
- wage and hour law claims and investigations
- defense of employee benefits disputes arising under ERISA
- employment, noncompetition, and confidentiality agreements

INTELLECTUAL PROPERTY

Protecting and enforcing intellectual property rights is vitally important for any enterprise, but especially for organizations that create, exhibit, and disseminate creative content. IP concerns are magnified in a digital world where a single click can disseminate content worldwide, and increased use of online media, including virtual programs, naturally implicates novel IP considerations.

Arts and cultural institutions need to protect their own intellectual property, as well as be mindful of not infringing others' IP rights. Ballard Spahr attorneys understand the critical value of IP rights to cultural and arts institutions. We are nationally renowned for our capabilities in identifying, securing, protecting, and strategically growing the reach of institutional brands and their portfolios.

Trademarks

We help cultural organizations secure and protect the names, words, phrases, symbols, logos, designs, and sounds that distinguish them. We are known for devising strong, enforceable domestic and international trademark portfolios. When a trademark right is threatened, we enforce and protect it—skillfully and often without litigation. We handle infringement, unfair competition, and other disputes in federal and state courts and before the Trademark Trial and Appeal Board, the World Intellectual Property Organization (WIPO), and other domestic and international forums.

Copyright

Ballard Spahr IP attorneys advise organizations on copyright matters involving printed and online publications and texts, software, website design, photos and other visual art (including pictorial, graphic, and sculptural works), music and other sound recordings, dramatic works, motion pictures, architectural designs and works, choreography, and even data.

We advise clients on protectability, infringement, fair use, copyright clearance, and the use of third-party materials. Our copyright lawyers obtain registrations, guide clients through licensing, acquisitions, and sales of their work, and negotiate agreements for the commercialization of copyrighted and derivative works.

We develop and implement copyright policies, including website use and privacy.

Licensing

With a team of attorneys specifically devoted to IP licensing, Ballard Spahr IP attorneys draft and negotiate agreements covering trademarks, service marks, copyrights, and patents. We advise on technology transfer, beneficial licensing, and cross-licensing. We help organizations in-license technology from university technology offices, developers, and strategic partners. We have advised museums, cultural institutions, and heritage organizations on licensing works of art and other creative content to generate revenue while broadening their appeal to a global audience.

Patents

We are nationally recognized for our patent services. We provide science museums and other organizations with services including patent prosecution and portfolio development and management, and counsel on patent aspects of transactions. With advanced scientific degrees, USPTO and industry experience, and superb legal skills, our patent lawyers craft customized strategies for commercializing and protecting our clients' ideas and innovations.

IP AND MEDIA LITIGATION

Our intellectual property litigators try complex, high-stakes cases in jurisdictions nationwide and before the Patent and Trademark Trial and Appeal Board. The team combines extensive courtroom experience with technical dexterity and broad industry knowledge. We have served as lead counsel in complex cases involving patent, copyright, trademark and trade dress infringement; false advertising; theft of trade secrets; licensing disputes; and domain name and other internet-related matters.

Our top-rated media lawyers handle libel, privacy, and related claims, as well as cases involving access to information.

Although we have taken a wide variety of cases to trial, and have prevailed on appeal, we know when and how to use pretrial proceedings and discovery to resolve a matter on favorable terms.

FINANCE AND DEVELOPMENT

Ballard Spahr is nationally renowned for its strong practices across all areas of finance, including tax-exempt and public finance. We have advised large, world-famous arts institutions on bond financings, operating lines of credit, other credit facilities, and derivatives. Our finance attorneys have structured and closed intricate project financing transactions—for acquisition, construction, renovation, and refinancing—that included historic, New Markets, and other tax credits, as well as taxable and tax-exempt bonds, along with other public and private financing.

Public Finance

A significant portion of the work of our nationally recognized Public Finance Group is focused on tax-exempt and taxable bond financings, bank lending, and derivative transactions for nonprofit organizations. We have served as bond counsel, underwriter's counsel, borrower's counsel, or credit enhancer's counsel in

hundreds of bond issues totaling billions in transactions involving nonprofits. Our attorneys are well-known nationally in the public finance industry, helping guide cultural institutions in transactions to fund operations, capital improvements, and other major projects.

Taliesin West, Scottsdale, Arizona



Trust Administration

Our team includes trust attorneys who advise on when and whether trusts are effective to avoid taxes, as well as probate, creditor, and other claims, and on the use of trusts in a variety of other situations. We plan and administer trustee meeting minutes, maintain fiduciary accounting records, and prepare fiduciary accounts. We provide reconciliation of trust statements as needed, provide advice on beneficiary distribution policy (and related calculations), and work with trustees and investment advisers to establish trust-appropriate investment policies. We prepare and/or review fiduciary income tax returns, advise on applicable tax and fiduciary reporting and notices, advise on appropriate change of trust situs, and serve as an information resource for trustees and beneficiaries.

In addition, Ballard Spahr attorneys frequently serve as executors, trustees, and members of the board of private foundations and provide legal advice to these organizations. Our team handles all facets of estate, trust, and foundation administration. Our work also includes management, sale, and/or distribution of complex assets, such as major art collections.

Estate and Gift Planning

Major cultural organizations trust our attorneys with their sophisticated tax, gift, estate, and related planning matters. We monitor, anticipate, and respond promptly to changing tax laws and are often retained as special tax counsel, working in concert with our clients' other attorneys and business advisers. We negotiate the terms of major gifts, including perpetual naming rights and related issues.

Ballard Spahr's trust administration and gift planning services for organizations are informed and enhanced by the firm's experience as an industry leader in advising high-net-worth individuals and groups on their sophisticated tax, gift, wealth management, and estate administration matters. We counsel individuals on charitable giving techniques, including the formation and operation of charitable remainder trusts, charitable lead trusts, donor-advised funds, private foundations, and the granting of conservation easements.

Collections and Nontraditional Gifts

Our attorneys have experience advising cultural institutions—and their benefactors—on a variety of nontraditional gifts, such as real estate, securities, cryptocurrency, oil and gas rights, and other non-cash items. We also advise our clients on:

- developing coherent collection policies to serve their mission and match their financial and operational capabilities as stewards of their collections;
- accepting gifts in accordance with such policies; and
- deaccessioning gifts in compliance with applicable legal requirements and ethical considerations.



REAL ESTATE

We guide cultural and heritage organizations in the acquisition, development, leasing, and disposition of property. Our comprehensive real estate legal services encompass financing of projects as well “dirt” real estate counsel on development and construction issues such as zoning and other land use entitlements. Our legal team can handle all the moving parts of a development transaction to help ensure that a project moves smoothly from concept to completion.

Real Estate Finance

Ballard Spahr attorneys are leaders in structuring, negotiating, and closing complex, high-profile real estate debt and equity financing transactions. Our work includes helping clients execute individual and programmatic transactions under a wide variety of deal structures and project types. Our lawyers have the depth of experience to help arts and heritage groups identify and capitalize on tax credits and related government incentive programs to build the capital stack needed for a project.

Real Estate Development and Transactions

Ballard Spahr “dirt” real estate lawyers have represented major museums and arts centers across the country in leasing space and for acquisition and land use entitlements for major expansions. In addition to exhibits, galleries, and other indoor facilities, our work has included outdoor grounds, open-air amphitheaters, pavilions, sculpture gardens, and nature conservatories. We negotiate contracts for architectural, general contracting, and other third-party services.

LITIGATION

Ballard Spahr is well-known for the strength of its litigation practices across the full range of legal areas, in state and federal trial and appellate courts, administrative agency proceedings, and arbitration forums. Our litigation success positions us to favorably resolve many cases long before a full trial, through pretrial motions or beneficial settlement. Should a trial be unavoidable, our litigators provide exceptional advocacy before jurors and judges. We handle breach of contract, contract interference, unfair competition, and other business tort claims.

Bankruptcy and Creditors' Rights

We help cultural organizations navigate financial distress and insolvency, either their own or as creditors. Our experience runs deep in representing secured and unsecured creditors, as well as Chapter 11 and other debtors. We advise on all facets of financial distress, including restructurings, workouts, debt refinancing, creditor-debtor litigation, asset dispositions and

In an extraordinary example of Ballard Spahr’s capabilities, we represented the Museum of the American Revolution in a complicated land exchange needed in order to site the facility at its location near Independence Hall in Philadelphia. The project required the National Park Service (NPS) to conduct a review under the National Historic Preservation Act. We assisted the Museum in presenting the project and gaining approval from the NPS and a host of other stakeholders, and facilitated rezoning of the site and zoning relief from the city for the \$150 million project.

Real Estate Disputes

We approach real estate and construction litigation as a vehicle to help clients achieve their business objectives. When litigation is necessary, our litigators efficiently, aggressively, and proactively represent our clients’ interests in negotiations, trials, arbitrations, and other administrative hearings. We handle litigation involving loans and financing, landlord/tenant disputes, contracts, zoning and land use, accessibility, title, corporate partnerships and membership, and bid protests.

recapitalizations, reorganizations, and liquidations, both in and outside formal proceedings.

White Collar and Internal Investigations

Our attorneys conduct internal investigations and represent clients facing actual or threatened enforcement. We also represent clients in white collar criminal cases, as well as civil fraud litigation and administrative proceedings.

Experience

National September 11 Memorial & Museum, New York City

Ballard Spahr advised the National September 11 Memorial & Museum at the World Trade Center, which oversaw construction of and operates the World Trade Center memorial and museum. We guided the project through a variety of compliance issues related to use of HUD disaster assistance funding. Our work included negotiation of the HUD funding contract, negotiation of construction contracts, and advising on contract amendments. We also advised on procurement matters, including developing requests for proposals, and structured solicitation documents in accordance with HUD procurement requirements. During and following construction, we continued to advise on HUD compliance.

In addition, we advised the Ronald O. Perelman Performing Arts Center at the World Trade Center, a separate nonprofit, on similar HUD matters in connection with development of the arts center, set to open in 2023 with productions and premieres of theater, dance, music, film, opera, and multidisciplinary works.



Philadelphia Museum of Art, Philadelphia

We serve as the Museum's counsel in all areas of finance, including bond financings, operating lines of credit, other credit facilities, and derivatives. Our finance work for the Museum started with serving as bond counsel on capital improvement financings and expanded over time. Our real estate lawyers represented the Museum in securing land use entitlements to annex and develop the 60,000-square-foot Perelman Building annex near the Museum's iconic main building on Benjamin Franklin Parkway.

Frank Lloyd Wright Foundation, Scottsdale, Arizona, and Spring Green, Wisconsin

For more than 20 years, Ballard Spahr attorneys have advised the Foundation. The Foundation is dedicated to preserving the legendary architect's legacy and the properties where he lived and worked: Taliesin, an 800-acre estate in Wisconsin, and Taliesin West, his winter home and desert laboratory in Arizona. We have advised the Foundation on nonprofit corporate governance, corporate transactions, leases and other contracts, joint ventures, tax and exemption issues, and general business matters. We have also handled dozens of matters involving protection of federally registered trademarks for the names Frank Lloyd Wright and Taliesin, as well as numerous other trademarks and copyrighted materials, including original designs.



Marcus Performing Arts Center, Milwaukee

Our real estate attorneys have represented the Marcus Performing Arts Center (MPAC) for more than a decade, most recently in its comprehensive campus redevelopment project to refresh and expand its performing arts facility in conjunction with its 50th anniversary celebration, and in a multiparty effort to redevelop the Center's adjacent parking structure. The campus redevelopment plan centered on significant reconstruction of campus grounds and an outdoor theater pavilion; the parking structure plan involved working with the City of Milwaukee to market the client's ground-leased site for mixed use redevelopment and to retire the client's bond indebtedness on the structure. We have also negotiated contracts for architectural and general contracting services, assisted with the Center's Paycheck Protection Program loan, and consulted on agreements to monetize certain cash entitlements to support capital development.



Port Discovery Children's Museum, Baltimore

For well over a decade, Ballard Spahr attorneys have worked with the Museum on numerous matters, including dozens of trademark registrations for marks related to Museum exhibits and features, as well as advising on employment matters, employee benefits, real estate matters, and contract review.

Ballet West, Salt Lake City, Utah

We have a longstanding relationship with Ballet West and have represented the organization in a variety of matters, such as employment advice, including during COVID-19, litigation to collect a promissory note, and advice on an access and rights agreement.

Joy of Motion Dance Center, Washington, D.C.

Ballard Spahr has represented this Washington, D.C.-based nonprofit arts organization for trademark and other business competition matters and has advised on corporate governance, facility leases, and employment matters, including COVID-19-related matters.

Museum of Northern Arizona Foundation, Flagstaff

Ballard Spahr attorneys advised this educational institution on numerous matters involving its formation and operation as a nonprofit organization, including federal tax exemption, state registration, management of endowment funds, and adoption and amendment of bylaws, articles of incorporation, and other governing documents. Located on 200 acres of land—including gardens, trails, a library, and many historic buildings—the Museum's exhibits, programs, and research projects are dedicated to protecting and preserving the natural and cultural heritage of northern Arizona.

Museum of the American Revolution, Philadelphia

We have represented the National Center for the American Revolution, developer of the Museum of the American Revolution, since 2006 in its development and operation of a world-class museum in Philadelphia, a \$150 million project located steps from Independence Hall and the Liberty Bell. Our work during development included successfully resolving complex real estate and zoning matters. We have also advised the Museum on labor and employment, trust administration, and general business matters.

Opera Philadelphia

Ballard Spahr attorneys have represented the City of Philadelphia’s only producer of grand-scale opera in labor negotiations with multiple performers’ unions. We have also provided general labor and employment advice, guided policy development, and advised on leasing and other real estate matters, as well as intellectual property, technology licensing, and general business matters such as contract drafting and review.

Mural Arts Philadelphia

Ballard Spahr has provided a range of legal services over many years to the nation’s largest public art program, which unites artists and communities through a collaborative process to create mural art that transforms public spaces. Mural Arts engages in up to 100 new community art projects each year and maintains its growing collection of murals, which have become part of the city’s civic landscape. We have advised the organization on lease negotiations, nonprofit governance, employment advice and training materials, intellectual property, and government relations.

Natural Lands, Pennsylvania and New Jersey

We represented Natural Lands in defeating a local school district’s high-profile attempt to seize land in the suburbs of Philadelphia bequeathed to the organization for preservation—the former estate of chemical industry magnate John Haas (of Rohm and Haas) and his family. The 42-acre property known as Stoneleigh had just opened as a public garden when school officials announced plans to condemn portions for school facilities. Our successful efforts included government relations outreach, resulting in fast-tracked legislation that made condemnation subject to court approval. Soon after, the school district abandoned its Stoneleigh plans and chose a different site.

In another high-profile case, we helped Natural Lands overcome land use litigation challenges to creating a 500-acre preserve on 1,500 acres of open space the

organization acquired in Chester County, Pennsylvania—challenges filed after Natural Lands refused to sell part of the site for development. The preserve at Bryn Coed—Welsh for “wooded hill”—secured one of the largest remaining unprotected swaths of land in the greater Philadelphia region.

The National Museum of Women in the Arts Project, Washington, D.C.

We represented the District of Columbia as bond counsel for the issuance of revenue bonds for the National Museum of Women in the Arts Project, Series 2021. The bond proceeds will be used to finance a project consisting of renovation and construction of museum facilities to be located on New York Avenue, NW, and to purchase equipment, furnishings, and other materials for the Museum.

International Spy Museum, Washington, D.C.

We served as bond counsel to the District of Columbia for the issuance of \$50 million in bonds to finance or refinance costs associated with acquiring and constructing a new museum facility of approximately 140,000 square feet, with associated parking facilities, on air rights above a portion of vacant land on L’Enfant Plaza, SW, to house the International Spy Museum, and working capital expenditures associated with the project. Completed in 2019, the Museum hosts approximately 600,000 visitors annually.

Hippodrome Theatre, Baltimore

We represented the Hippodrome Foundation in all aspects of the landmark project to restore this historic theater in Baltimore, now known as the France-Merrick Performing Arts Center. Ballard Spahr lawyers shepherded the project through financing, city approvals, and operating agreement negotiation and documentation. The intricate project financing included Historic Tax Credits, taxable bonds, and other public and private financing, as well as the first use of New Markets Tax Credits in Maryland.

The College of Physicians of Philadelphia

We have represented the College, America's oldest medical society, for more than a decade. The College owns and operates the Mütter Museum in Center City Philadelphia, a medical museum that promotes appreciation of human anatomy and the history of diagnosis and treatment of disease. Our work for the College and Museum has focused on real estate (including purchase of a historic church property for expansion of its campus), construction (including contracts for the renovation of the Mütter Museum building), labor and employment, contract negotiation and review, general business, and nonprofit governance.

Wyck Association, Philadelphia

Ballard Spahr represents the Wyck Association, a nonprofit that operates a more than 330-year-old house, garden, and farm in the Germantown section of Philadelphia. This National Historic Landmark was also the repository for more than 100,000 family papers chronicling the history of Philadelphia from the perspective of nine generations of a Quaker family, starting in 1690.

To address the Wyck Board's paramount concern—long-term protection and public accessibility to the Wyck Papers—we negotiated a deaccessioning agreement under which the Wyck Papers were transferred to the American Philosophical Society to ensure care and preservation under proper industry standards and to digitize the collection to make the trove of information accessible to even more researchers and educators. The agreement not only protects the Wyck Papers, it ensures continued public accessibility and protects the Wyck Association's continuing rights and interests in the documents.

Fogg Art Museum at Harvard University, Cambridge, Massachusetts

Ballard Spahr represented Harvard University in the renovation and expansion of the Fogg Museum at Harvard University as counsel for a LEED Gold–Certified addition at Harvard's oldest museum. Central to the engagement was protecting the immensely valuable art collection from loss or damage during construction. Our team drafted and negotiated the design and construction contracts and provided advice on risk management, bonding, and related issues. Construction was fast-tracked, requiring our lawyers to address complex liability, security, and insurance issues on a compressed timeline.

Barnes Foundation, Philadelphia

Ballard Spahr attorneys provide general employment advice, counseling, and defense of claims for this Museum in Center City Philadelphia, which houses one of the world's finest collections of impressionist, post-impressionist, and modern art. We have advised the Foundation on COVID-19 issues, wage and hour matters, workforce restructuring, and traditional labor issues pertaining to Foundation employees and third-party building service employees, as required by city ordinance.

Philadelphia Orchestra Association

Ballard Spahr attorneys have worked with the Philadelphia Orchestra Association for decades. We represented the Orchestra in connection with development of the Kimmel Center for the Performing Arts in Center City and in recent negotiations involving the formation of a partnership and affiliation agreement with Kimmel Center, Inc., to form a strategic alliance, including formation of a new nonprofit entity. Our other work for the Orchestra has included a number of employment contract and labor matters, including union negotiations. We also negotiated an agreement for digital distribution of recordings, including audio-visual clips for online music appreciation course books by publisher McGraw-Hill. In addition, our lawyers represented the orchestra in negotiating a recording agreement with an international record label.



Independence Visitor Center, Philadelphia

As part of our work for the Center over more than 20 years, we represented the nonprofit developer in redevelopment of Independence Mall in Philadelphia, in partnership with the National Park Service, including the design and construction of the Independence Visitor Center at Independence National Historical Park, the Liberty Bell Center, a new café, and landscaping improvements. This work includes handling design and fabrication contracts for the exhibits in the Visitor Center and the Liberty Bell Center, as well as the major renovation project at the Benjamin Franklin Museum. We have also advised the organization on government relations, employment, and nonprofit governance matters.

Baltimore Office of Promotion and the Arts, Light City Festival

Ballard Spahr represented the Baltimore Office of Promotion and the Arts and the Baltimore Festival of the Arts in resolving a dispute with consultants over ownership of the intellectual property for the Light City Festival, an annual event featuring exhibits and attractions. We provided IP advice and handled the mediation.

First Person Arts, Philadelphia

Ballard Spahr has handled a variety of matters for this nonprofit organization, which develops literary, theatrical, broadcast, and online stories from true personal accounts of artists and everyday people. We have advised on a contract to include the work of FPA storytellers in a for-sale anthology, event space contracting, and an agreement to establish IP rights to a film documenting the Black Lives Matter movement.

Kimmel Center for the Performing Arts, Philadelphia

We have provided a range of services for this world-famous performing arts venue, encompassing multiple locations along the Avenue of the Arts cultural district in Center City, including the renowned Academy of Music. Our work has included land use matters, labor and employment advice and litigation, and corporate nonprofit transactions.



Our Locations

ATLANTA

999 Peachtree St., NE
Suite 1600
Atlanta, GA 30309-4421
678.420.9300

BALTIMORE

111 S. Calvert Street
27th Floor
Baltimore, MD 21202-6174
410.528.5600

BOULDER

1801 13th Street
Suite 308
Boulder, CO 80302-5391
303.379.2275

DELAWARE

919 N. Market Street
11th Floor
Wilmington, DE 19801-3034
302.252.4465

DENVER

1225 17th Street
Suite 2300
Denver, CO 80202-5596
303.292.2400

LAS VEGAS

One Summerlin
1980 Festival Plaza Drive
Suite 900
Las Vegas, NV 89135-2658
702.471.7000

LOS ANGELES

2029 Century Park East
Suite 1400
Los Angeles, CA 90067-2915
424.204.4400

MINNEAPOLIS

2000 IDS Center
80 South 8th Street
Minneapolis, MN 55402-2113
612.371.3211

NEW JERSEY

700 East Gate Drive
Suite 330
Mount Laurel, NJ 08054-0015
856.761.3400

NEW YORK

1675 Broadway
19th Floor
New York, NY 10019-5820
212.223.0200

PHILADELPHIA

1735 Market Street
51st Floor
Philadelphia, PA 19103-7599
215.665.8500

PHOENIX

1 E. Washington Street
Suite 2300
Phoenix, AZ 85004-2555
602.798.5400

SALT LAKE CITY

201 South Main Street
Suite 800
Salt Lake City, UT 84111-2221
801.531.3000

SIoux FALLS

101 South Reid Street
Suite 302
Sioux Falls, SD 57103
605.978.5200

WASHINGTON, DC

909 K Street, NW
12th Floor
Washington, DC 20006-1157
202.661.2200

Contact



Brian D. Pedrow

Partner

pedrow@ballardspahr.com

215.864.8108