



Paul S. Rutter

Member

Santa Monica

prutter@cozen.com | (310) 309-4510

Prior to joining Cozen O'Connor, Paul co-founded Gilchrist & Rutter in 1983 and practiced law until 2006, at which time he joined a publicly held REIT client as an executive vice president. After working as an executive vice president and then as co-chief operating officer and general counsel in two publicly held real estate companies from 2006-2014, and the merger of his company into another publicly held REIT, Paul returned to his law practice in January 2014. He combines his legal and business experience to provide clients with a unique perspective on the real estate industry and the practical and legal aspects of deals. Paul represents clients in both real estate and general business transactions, including development, financing, leasing, acquisition, and disposition of office, hotel, retail, mixed-use, and industrial properties as well as business formation, private equity investments, and general business transactions.

Paul's practice includes the formation, structuring, and documentation of business organizations involved in the ownership, financing, management, and development of real estate and operating businesses, joint ventures with private equity funds, pension funds, and other institutional capital, negotiation, and documentation of several million square feet of office, retail, and industrial leases, ground leases, development and management agreements, and consulting agreements for projects ranging from small local developments to large-scale projects involving several million square feet; representation of both borrowers and lenders on several billion dollars of real estate loans, including construction, bridge and permanent loans, and CMBS facilities; reciprocal easement agreements and CC&Rs for mixed-use and multi-phase projects; negotiation of construction, architectural, and engineering services agreements for several million square feet of retail, office, and hotel projects; development agreements and owner participation agreements with local governmental agencies; secured and unsecured loan workouts and restructuring.

Representative clients have included Maguire Properties Group, Thomas Properties Group, Inc., Commonwealth Partners, LLC, Buchanan Street Partners, J.P. Morgan Investment Management, Inc., McCarthy Cook & Co., Archon Group LP, the Los Angeles Grand Avenue Authority (a JPA formed by the County of Los Angeles and the Los Angeles CRA), and a regional transportation authority.

Representative deals include the development, financing and leasing of US Bank Tower, Gas Company Tower, and Wells Fargo Center in Los Angeles; the acquisition of several million feet of office space in Los Angeles and Orange County; the disposition of 50 acres of entitled land in El Segundo; the acquisition and sale of several office buildings in Texas, Virginia, and Philadelphia; the creation of a joint venture with a public pension fund for the acquisition of commercial real estate, the development of hotels in Pasadena, Dallas, and San Diego; the acquisition of a large portfolio of properties in California and Colorado; the negotiation of a \$100 million bank line of credit for a public REIT; the negotiation of a ground lease and development agreement for a large-scale hotel, retail, condominium, and apartment complex; and negotiation and drafting of infrastructure funding agreements.

Paul is the author of several articles, has spoken at many seminars, and has been consulted as an expert witness in matters involving real estate valuation and disputes involving real estate transactions. He has been selected as a Southern California Super Lawyer for many years. Paul is also rated by Martindale-Hubbell® as AV Preeminent, the "highest possible rating in both legal ability and ethical

Practice Areas

- Real Estate
- Real Estate Finance
- Business/Corporate

Industry Sectors

- Real Estate & Construction

Education

- University of California at Los Angeles, J.D., 1978
- University of California at Los Angeles, A.B., *magna cum laude*, 1975

Bar Admissions

- California

Court Admissions

- U.S. Tax Court
- U.S. Supreme Court
- U.S. Court of Federal Claims

Affiliations

Fellow, American College of Real Estate Lawyers

Los Angeles County Bar Association

Urban Land Institute

Building Owners & Managers Association (BOMA)

Board Member, Political Action Committee; Government Affairs Committee

Board of Directors, Los Angeles Conservancy

Member, Board of Advisors, UCLA School of Law; Chair, Facilities Subcommittee

Board of the Ziman Center for Real Estate - UCLA

Awards & Honors

- Urban Development Lawyer of the Year, Century City Bar Association, 2019
- LA 500, Los Angeles Business Journal, 2019
- 2018 Leaders in Law Awards Nominee, Los Angeles Business Journal
- Southern California Super Lawyer, 2004-2007, 2015-2019
- 2015 Alumnus of the Year, University of

Paul S. Rutter

prutter@cozen.com

P: (310) 309-4510 | F: (310) 594-7320

©2019 Cozen O'Connor. All rights reserved.



California, Los Angeles Real Estate Law Association

- Best Lawyers in America, 1996-2019
- Who's Who in Executives and Professionals, 1993-1994, 2005-2006
- Top 100 Lawyers in Southern California, selected by Los Angeles Magazine 2005
- AV Preeminent Rated, Martindale-Hubbell, 2017, 2019
- International Who's Who of Professionals 1997

standards.”

Paul received his bachelor's degree, *magna cum laude*, from the University of California, Los Angeles where he was on the Dean's List and a member of Phi Beta Kappa and Pi Gamma Mu. He received his law degree from the University of California, Los Angeles School of Law where he was topic and comment editor of the *UCLA Law Review* and a member of Order of the Coif.

Experience

Represented GTIS Partners LP in the formation of joint ventures with various local sponsors and in the acquisition and financing of land for horizontal and vertical residential development in multiple locations in California and the southeast.

Represented GTIS Partners LP funds in the formation of a joint venture with a state pension fund to form a programmatic venture to acquire and develop residential land.

Represented CoreTrust Capital Partners, LLC funds in the negotiation of leases for buildings in Los Angeles and Philadelphia.

Represented a Madison International Realty fund on the formation of a joint venture with a local sponsor to acquire The Lits Building, an 880,000 sq. ft. mixed-use building in Philadelphia. Subsequently handled the disposition of the interest in the building by Madison International Realty.

Negotiated a joint venture agreement on behalf of a Madison International Realty fund and a local sponsor to acquire a high-rise office building located on California Street in San Francisco. Subsequently handled the joint venture's disposition of the office building.

Negotiated a joint venture between a sponsor and Prudential Real Estate Investors to acquire an 800,000 sq. ft., two tower office complex in Orange County, Calif.

Represented the Grand Avenue Joint Powers Authority (JPA) as the developer of The Grand project, which is transforming the Bunker Hill area of downtown Los Angeles, for more than a decade. Served as lead outside counsel for the JPA in connection with the development of the Broad Museum, the Emerson Apartments, and a \$1 billion multi-use high-rise development on property owned by the County of Los Angeles and the successor to the Los Angeles Community Redevelopment Agency.

Represented a global real estate investment firm in the negotiation of a programmatic joint venture with California State Teachers' Retirement System to create a joint venture to invest in land deals for single-family home development in the eastern United States. The representation included negotiating the joint venture agreement and representing the joint venture in connection with various land deals.

Advised McCarthy Cook & Co. in a \$179.7 million acquisition of Castro Station, a three-building class A office campus in downtown Mountain View, Ca., whose seven tenants include Dropbox. The acquisition was completed through a joint venture with Northwestern Mutual Life Insurance Company.

Represented the Los Angeles County Metropolitan Transit Authority (Metro) in connection with a joint funding agreement with the California High-Speed Rail Authority (Authority) allocating \$76.7 million in Proposition 1A bond funds toward a major grade separation project at the intersection of Rosecrans Avenue and Marquart Avenue in Los Angeles. This intersection was deemed the highest-priority railroad grade crossing in California, and the project to build a vehicular bridge over existing railroad tracks is expected to cost \$155.3 million. It is the first project to be funded under Proposition 1A (the High-Speed Rail Act). The agreement between the Metro and the Authority took more than 12 months to complete and required additional agreements with the BNSF Railway and the City of Santa Fe Springs.

Paul S. Rutter

prutter@cozen.com

P: (310) 309-4510 | F: (310) 594-7320

©2019 Cozen O'Connor. All rights reserved.



Paul S. Rutter
prutter@cozen.com
P: (310) 309-4510 | F: (310) 594-7320

©2019 Cozen O'Connor. All rights reserved.

