

A blue-tinted photograph of a football helmet and a player's arm. The helmet is in the foreground, and the arm is in the background. The text "Proskauer» The Sports Law Firm" is overlaid on the image.

Proskauer» The Sports Law Firm

Areas of Focus ²

Corporate Transactions ⁶

Financing and Facilities Development ⁹

Labor and Employment ¹⁰

Media ¹²

Intellectual Property ¹³

Litigation ¹⁴

The Perfect Game Plan

The global sports market continues to grow at a rapid pace and to be increasingly attractive to fans, sponsors, telecasters and investors.

With more than 50 years of experience counseling the world's premier sports organizations on their most critical and complex matters, Proskauer has long been at the forefront of sports law. Our lawyers play a pivotal role in the transactions, negotiations and litigations that are at the leading edge of the business of sports.

We pride ourselves on our deep knowledge of the business of sports and on rendering legal advice that is informed by business realities and current trends. We confront the problems that arise daily in this ever-evolving industry by applying a collaborative and creative approach that leverages our attorneys' unrivaled experience in corporate, labor and employment, litigation, antitrust, real estate, bankruptcy, intellectual property, sports betting, media and tax issues. We have had to draw on all our expertise to help sports properties respond to the unprecedented disruption due to the COVID-19 pandemic, including advising sports leagues on their return to play.

Whatever the game, our unique understanding of our clients' business makes Proskauer the go-to firm for the sports industry.

"Proskauer has been the premier sports law firm for some 50 years."

The American Lawyer

Our areas of focus include:

- Mergers and acquisitions
- Financings
- Stadium and arena negotiations
- Sports and media joint ventures
- Development of new sports leagues
- Collective bargaining
- Litigation/arbitration
- Intellectual property
- Media-related transactions
- Content production and distribution
- Insurance coverage
- Complex commercial agreements
- Estate planning
- Sponsorship, naming rights and licensing

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There are a handful of law firms that strike fear in the sports world. None, though, is quite like Proskauer. The New York-based firm has represented all of the major sports leagues – NBA, WNBA, NFL, NHL, Major League Baseball and Major League Soccer – produced two commissioners (David Stern and Gary Bettman) and trained a legion of attorneys... Many Proskauer attorneys eventually work for leagues, teams or key companies in sports. To the extent professional sports connects to one law firm, it's Proskauer.

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“Proskauer Rose is the Most Powerful Law Firm in Sports”
Sports Illustrated



Whether buying or selling teams, building or financing stadiums, structuring media or financing deals, negotiating collective bargaining agreements, or winning bet-the-company cases, we do it all.

TOP IN EVERY LEAGUE



“The first choice for leagues, teams, owners and executives across an array of sports.”

The Legal 500

“Great at every aspect of sport.”

Chambers

The Global Standard in Sports Law

Proskauer is a global law firm practicing in the global sports arena. Sports is not a niche or one-off industry for us – it is a fundamental and core area of expertise that we have practiced for decades in key jurisdictions around the world.

Drawing on our unparalleled understanding of the business of sports, we provide legal and commercial solutions in jurisdictions across the globe to the premier leagues, clubs and corporations in the industry. We have lawyers “on the ground” in many of the sporting and financial capitals of the world – including New York, London, Hong Kong and Los Angeles – and can provide 24-hour coverage to our global sports clients. We are often called on to advise on complex cross-border matters, from multi-billion dollar transactions, joint ventures and media deals to litigations in both U.S. and international forums.

In addition to the transactions, negotiations and litigations detailed in the following pages, our notable recent international and cross-border matters include:

- Discovery Inc. in its \$2 billion+ strategic alliance with the PGA Tour to exploit global multi-platform live media rights outside the U.S., including through the launch of “GOLFTV”, a PGA Tour-branded global, direct-to-consumer “over the top” service, and in its acquisitions of Latin American Golf, S.L., which operates Golf Channel Latin America, and Golf Digest.
- OL Groupe, the parent company of French soccer club Olympique Lyonnais, in its acquisition of National Women’s Soccer League club Reign FC.
- A sovereign wealth fund in its significant investment in a global sports property.
- A leading investor in the acquisition of a stake in Spanish football club Girona FC.
- A global asset manager in multiple transactions in the European market.
- William Hill in numerous sports betting matters, including its sports betting partnership with, and acquisition by, Caesars Entertainment.
- The NBA in the formation of NBA China and its partnership with Brazil’s National Basketball League.
- Bruin Sports Capital in the €143 million acquisition of deltatré, a Turin, Italy-based digital sports media company.

We execute a broad array of transactions for professional sports leagues, teams and owners, college conferences, media and marketing companies, financial institutions and private equity firms.

Corporate Transactions

Mergers and Acquisitions. We have advised clients on game-changing M&A transactions in nearly every sport. We have negotiated purchases and sales of scores of major and minor league teams and numerous other sports-related businesses, and have represented both bidders and sellers in auctions and private sales.

Our deals include: Buffalo Bills, Carolina Panthers, Chivas USA, Cleveland Browns, Florida Panthers, Gaylord Sports Management, Golf Channel Latin America, Golf Digest, Houston Astros, Jacksonville Jaguars, KickTV, Learfield Sports, Major League Gaming, Miami Marlins, New Orleans Hornets, SailGP, San Diego Padres, Ultimate Fighting Championship (UFC) and World Surf League.

Expansions. We have helped the NBA expand to Charlotte, Miami, Minnesota, Orlando, Toronto and Vancouver; the NHL to Atlanta, Charlotte, Columbus, Las Vegas, Minnesota, Nashville and Seattle; and MLS to Atlanta, Charlotte, Cincinnati, Los Angeles, Miami, Minnesota, Montreal, Nashville, New York, Orlando, Philadelphia, Portland, Salt Lake City, San Jose, St. Louis, Seattle, Toronto and Vancouver.

Joint Ventures and Strategic Alliances. We have negotiated and structured joint ventures and strategic alliances in a variety of jurisdictions, including representing The Stars Group in the formation and launch of a first-of-its-kind media and sports betting partnership in the U.S. with FOX Sports; counselling NBA China in its joint venture with AEG to develop and operate sports arenas in China, including the Mercedes-Benz Arena in Shanghai; representing the Dallas Cowboys and the Jones family in the creation of Legends Hospitality; counselling the New York Jets in connection with their joint venture with the New York Giants to operate MetLife Stadium; structuring the Los Angeles 2028 Organizing Committee's joint venture with the United States Olympic Committee;

and representing the Detroit Pistons in the formation of 313 Presents, an entertainment joint venture with Detroit Red Wings to manage certain entertainment venues in the greater Detroit area.

Investments. We regularly advise sports properties and private equity firms in their investments in sports and media-related businesses. Recent examples include ForgeLight LLC's acquisition of a majority stake in Univision Holdings, Inc; the NBA's investments in FanDuel and YinzCam; MLS' investments in SeatGeek and Fanatics; Bruin Sports Capital's acquisition of deltatree; investments by Bruin and RedBird Capital Partners in the NFL's On Location hospitality business; a top-tier private equity firm in multiple auction bids for sports properties; and Soccer United Marketing (SUM) in connection with Providence Equity's investment and SUM's repurchase of Providence Equity's stake.

Naming Rights and Sponsorships.

We have negotiated naming rights agreements for Amway Center, Empower Field at Mile High, Levi's Stadium, Lincoln Financial Field, MetLife Stadium, Prudential Center, Time Warner Cable Arena (now known as Spectrum Center) and U.S. Bank Stadium; title sponsorships of multiple PGA Tour events, including the Deutsche Bank Championship; the WTA's worldwide title sponsorship deal with Sony Ericsson; the Los Angeles 2028 Organizing Committee's sponsorship agreement with Delta; and many other sponsorship transactions across different categories.

League Governance. We counsel sports leagues and college conferences – including MLB, MLS, NASCAR, NBA, NFL, NHL, ATP, WTA, ACC, Big East and others – on a broad range of governance and control matters, including ownership transfers, team financings and leases, stadium and arena projects, team relocations, and membership reclassifications and terminations. We also help clients structure and launch new sports leagues and currently advise Activision Blizzard in connection with the development of eSports leagues.

Record-Breaking Representations

\$4bn

Acquisition of UFC

Proskauer represented global private equity firm Kohlberg Kravis Roberts (KKR) in connection with the \$4 billion acquisition of Ultimate Fighting Championship, the world's premier mixed martial arts organization.

\$2.275bn

Sale of Carolina Panthers

Proskauer represented the Carolina Panthers in the sale of the Panthers to David Tepper.

GETTING THE GOLD

Proskauer is serving as counsel and strategic adviser to the Los Angeles 2028 Organizing Committee as it prepares to host the 2028 Olympic and Paralympic Games in Los Angeles.

\$2.2bn

Sale of Houston Rockets

Proskauer represented the NBA in connection with the record-breaking \$2.2 billion sale of the Houston Rockets to Tilman Fertitta.

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Proskauer [has] deep experience in stadium construction projects with sufficient breadth to handle a wide array of legal matters affiliated with a stadium, including bond counsel, public finance, banking, real estate, litigation, entertainment law and tax issues.

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Minneapolis StarTribune

in relation to the \$975 million stadium development for the Minnesota Vikings

We have deep experience as team, league, lenders' and underwriters' counsel in connection with every type of sports financing, including fixed and floating rate bonds, private placements, syndicated credit facilities, securitizations and convertible notes.

Financing & Facilities Development

Financings

Leagues. We have advised the NBA and its member teams on its multibillion dollar league-wide credit facility, as well as other leagues on their financing needs.

Teams. We have represented the Carolina Panthers, Cleveland Browns, Houston Astros, Jacksonville Jaguars, Miami Marlins, Minnesota Vikings, New Jersey Devils, New York Islanders, New York Jets, Orlando Magic, Philadelphia Eagles, San Diego Padres, Washington Nationals and other teams in various acquisition, team and stadium/arena financing transactions.

Owners. We have counselled existing and prospective team owners in the raising of equity, the formation of ownership groups and personal financing transactions.

Banks and Financial Institutions. We have represented lenders, underwriters and insurers on a variety of team, stadium and owner loans and financial insurance products, including the financing for the acquisition of the Chicago Cubs and credit facilities for the Arizona Diamondbacks, Houston Texans, New York Mets and Tampa Bay Rays.

Stadium and arena development and renovation

Football. Bank of America Stadium for the Carolina Panthers, EverBank Field for the Jacksonville Jaguars, FirstEnergy Stadium for the Cleveland Browns, Lincoln Financial Field for the Philadelphia Eagles, MetLife Stadium for the New York Jets, U.S. Bank Stadium for the Minnesota Vikings and the effort to build the \$2.5 billion New York Sports and Convention Center.

Basketball. Amway Center for the Orlando Magic, Little Caesars Arena for the Detroit Pistons, Time Warner Cable Arena (now known as Spectrum Center) in Charlotte and numerous other NBA arena projects.

Hockey. Prudential Center in Newark for the New Jersey Devils and UBS Arena for the New York Islanders.

Baseball. Marlins Park for the Miami Marlins.

Soccer. Red Bull Arena in New Jersey and multiple MLS stadium development projects.

We know what it means to represent sports clients effectively when it comes to labor and employment law issues. We handle virtually every type of labor and employment matter for the sports industry and have advised all of the major professional sports leagues in collective bargaining. Our top-ranked labor lawyers have litigated numerous disputes between the leagues and the unions representing players and game officials.

Labor & Employment

Collective Bargaining. We have advised the NBA, NFL, MLB, NHL, MLS and other sports properties in collective bargaining negotiations with the unions that represent their players and referees/umpires, and in the administration of their collective bargaining agreements.

Discipline. We represented MLB in connection with the suspension imposed on Alex Rodriguez and in the related litigation brought by Rodriguez against MLB. We have also defended the rights of leagues and teams to suspend or otherwise discipline players for on-court/field and off-court/field misconduct.

Player Disputes. We have handled numerous player contract disputes for teams in all of the major sports leagues.

NLRB. We have advised professional sports leagues in proceedings before the U.S. National Labor Relations Board.

Salary Arbitration. We represent many MLB clubs in salary arbitration proceedings against MLB players.

Benefits. We advise leagues with respect to employee benefit issues affecting professional athletes and other league and team personnel.

Human Rights & EEO Laws. We have advised leagues on their compliance with anti-discrimination laws, and successfully opposed a challenge to MLB's provision of benefits to former Negro League players.

Major League Baseball. We are representing MLB and many of its member clubs in a class action brought by current and former minor league baseball players alleging violations of federal and state minimum wage and overtime laws. We also successfully represented MLB and many of its member clubs in a class action brought by a former part-time scout for the Kansas City Royals alleging violations of federal minimum wage and overtime laws.

National Hockey League. We successfully represented the NHL in a wrongful death lawsuit filed by the estate of deceased player Derek Boogaard and are representing the league in other player actions relating to concussions allegedly sustained during their careers.

Player Discipline

An All-Star Defense

On behalf of the Office of the Commissioner of Baseball, Proskauer defended the grievance filed by Alex Rodriguez challenging his suspension for the use of performance-enhancing substances in violation of MLB's Joint Drug Prevention and Treatment Program. After a lengthy hearing, an arbitrator, selected jointly by MLB and the Players Association, upheld Rodriguez's suspension for the entire 2014 season. Although Rodriguez commenced an action to vacate the arbitrator's award, he abandoned that effort and dismissed the action after MLB indicated it would move to have the case dismissed. In a closely related matter, we defended MLB in a federal court action brought by Rodriguez, in which he advanced claims of tortious interference with contract and prospective business relationships allegedly arising out of his suspension by MLB. After our filing of papers in support of MLB's motion to dismiss, Rodriguez withdrew his claims.

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GAME
BAN

**Longest drug-related suspension
in MLB history at the time**

We are market leaders in structuring and negotiating the deals that shape the way consumers access and view sports content. We regularly advise our sports clients in connection with the production and distribution of content across traditional and digital platforms.

Media

Pro Leagues. We have advised many sports properties on their domestic and international media rights agreements, including the NBA, NFL, USGA, MLS, WTA, ATP Tour, NASCAR, IndyCar, USA Track & Field, Orlando Magic, ONE Championship and the Drone Racing League.

College Conferences. We have represented several college conferences in connection with the licensing of their media rights, including the Big East Conference, the Pac-12 Conference and the Ivy League. We have also counseled Pac-12 Networks in connection with its distribution agreements with cable, satellite, telco and digital distributors.

Digital Distribution. We have advised numerous sports clients regarding the development of digital distribution networks and the exploitation of sports content across online, wireless and other digital platforms. We represented Hulu in connection with the launch of its “Hulu Live” service; fuboTV in connection with its deals with Turner and NESN; the NFL in connection with its Facebook deal; the NBA in connection with its YouTube TV agreement; and MLS and Los Angeles FC (LAFC) in a groundbreaking local rights

agreement with YouTube TV to show LAFC games on a dedicated YouTube TV digital channel. We also advised MLS in a distribution deal with Twitter to live stream MLS content, including regular season games, and the Fan Controlled Football League in a distribution deal with Twitch.

Regional Sports Networks. We have counseled clients regarding the development, launch and distribution of numerous regional sports networks. We recently represented Spectrum Networks in its content distribution agreement with AT&T for the launch of Spectrum SportsNet LA, the RSN for the Los Angeles Dodgers.

Distribution Agreements. For more than 20 years, we have represented both distributors and programmers in connection with the biggest sports content distribution deals in the industry, including agreements involving Fox, ABC/ESPN, CBS, NBC, Turner and Univision.

As our clients pursue digital and multimedia avenues for growth in multiple jurisdictions, we are by their side advising them on how to make it happen.

Nearly

\$2bn

of statutory damages
awarded to the NFL

Nearly

9500

websites seized selling
counterfeit NFL merchandise

Intellectual Property

Digital Media. Our work includes protecting the rights of leagues and teams against the unlicensed exploitation of their audiovisual content by third parties.

Publicity Rights. We represented FanDuel in a class action lawsuit brought on behalf of NFL players alleging misappropriation of their rights of publicity.

Counterfeit Merchandise. We successfully represented the NFL in multiple actions to enjoin both online and retail sales of counterfeit merchandise, including relating to the Super Bowl.

“By far the best in the business, with unmatched industry knowledge and depth of relationships.”

We have comprehensive knowledge and experience in all aspects of litigation involving the sports industry, encompassing all areas of disputes, having represented every major U.S. sports league and multiple professional circuits, teams, conferences and other industry participants. A few examples of the wide spectrum of issues we litigate:

Litigation

Antitrust. We have advised on dozens of antitrust matters involving sports leagues and circuits. Two recent representations include:

- Representing MLS in defending antitrust claims brought by the North American Soccer League (NASL) against MLS and the United States Soccer Federation challenging the structure of soccer in the U.S. Soccer Federation challenging the structure of soccer in the U.S.
- Successfully represented the NFL in antitrust litigation involving the agent certification rules.

Bankruptcy. We have represented professional leagues in the bankruptcies of the Los Angeles Dodgers, the Pittsburgh Penguins, the Phoenix Coyotes, CCM, Marvel, Pinnacle and Starter.

Breach of Contract. Contract disputes are a constant staple of the industry. Two recent representations include:

- Successfully represented the NHL in a breach-of-contract action against the former owner of the Phoenix Coyotes, who attempted to force the sale and relocation of the club without obtaining league approval.
- Representing the former owners of the Miami Marlins in litigation related to the sale of the team in October 2017, including in an action brought by Miami-Dade County and the City of Miami concerning whether any funds are owed to them as a result of the sale.

College Athletics. We represent the autonomy 5 college sports conferences in antitrust litigation challenging the legality of NCAA amateurism rules.

Fiduciary Duties. We have handled multiple matters involving alleged breaches of fiduciary duty.

Governance. We regularly advise leagues on issues of corporate governance and the powers of Commissioners and CEOs, including application of the various Constitutions, By-Laws and Agreements that govern sports leagues, associations and circuits.

Government Investigations. We represent major sports organizations through the course of government investigations involving various enforcement issues.

Internal League Investigations. We conduct internal investigations for leagues and teams and, where necessary, assist clients in taking appropriate remedial action.

International Competition. We represented MLS in enforcing insurance coverage agreements following our successful defense of RICO, unjust enrichment and antitrust claims against the league regarding international exhibitions.

International Litigation.

- We represent entities in a wide array of international disputes, including in U.S. and foreign courts, the Court of Arbitration for Sport and the ICDR on issues such as the scope of league contract and governance rights, insurance and competition law.

For example, we represented the WTA Tour and its CEO in multinational proceedings against a tournament owner in Romania, Cyprus, Spain and the U.S. involving issues of competition law, corporate governance, defamation and international injunctions.

- We represented the NHL multiple matters in domestic and international forums in which Russian Hockey clubs tried to prevent players such as Alex Ovechkin and Evgeni Malkin from coming to play in the U.S.

Labor & Employment. We are consistently at the forefront of cutting-edge labor and employment issues, including wage and hour disputes, workplace issues, concussion cases and more.

League Structure. We successfully represented the ATP World Tour in an action challenging the Tour's right under both governance and antitrust principles to set the format of its annual circuit and to determine issues such as scheduling, player commitments and tournament categories.

Media Issues. From defending the NBA in the seminal Chicago Bulls litigation to MLB in challenges to its cable television and internet policies to the NFL in connection with various distribution packages, we have deep experience in the sports media landscape.

Racing. We represented Honda in multiple hearings involving a challenge by General Motors to Honda's use of a modified compressor cover on its single turbocharger in the IndyCar series.

Relocation.

- We successfully represented MLB in an antitrust exemption challenge regarding the request of the Oakland A's to relocate to San Jose.
- We represented MLS in an action brought by the State of Ohio and City of Columbus seeking to prevent Columbus Crew SC from relocating without first obtaining the City's permission or providing local residents the opportunity to purchase operating rights to the team. We helped obtain a "win-win" result in which the existing investor-operator relocated to Austin, Texas, and a well-respected new owner committed to operate and significantly invest in the Crew.

Valuation Issues. We have successfully tried multiple matters involving valuation issues, including the values of team interests and media rights.

Shaping the Law

In a case of first impression, Proskauer prevailed on a significant issue of Delaware corporate law on behalf of ATP Worldwide Tour, Inc. The Delaware Supreme Court upheld the facial validity of a fee-shifting provision adopted by a corporate board that requires members (or shareholders) who sue the board and lose to pay the corporation's fees and costs. In the wake of ATP's victory, Delaware amended its General Corporation Law in June 2015 to prohibit Delaware stock corporations from adopting fee-shifting bylaws in actions asserting internal corporate claims against Delaware corporations, while still permitting non-stock corporations like ATP to enforce such provisions. The matter was the culmination of an antitrust litigation brought by the German and Qatari tennis federations challenging the core elements of ATP's structure in operating the worldwide men's professional tennis circuit. In that action, we were successful in having breach of fiduciary duty claims dismissed halfway through trial, obtaining a jury verdict that ATP had not violated any antitrust laws and having the judgment for ATP affirmed on appeal.

Choosing sides has never been this simple.

For more information, please contact:

Neil H. Abramson
+1.212.969.3001
nabramson@proskauer.com

Joseph Baumgarten
+1.212.969.3002
jbaumgarten@proskauer.com

Elise M. Bloom
+1.212.969.3410
ebloom@proskauer.com

Manuel F. Cachán
+1.310.284.4568
mcachan@proskauer.com

Michael A. Cardozo
+1.212.969.3230
mcardozo@proskauer.com

Scott P. Cooper
+1.310.284.5669
scooper@proskauer.com

Steven Davis
+44.20.7280.2049
sdavis@proskauer.com

Rob Day
+44.20.7280.2040
rday@proskauer.com

Tony Downes
+44.20.7280.2182
tdownes@proskauer.com

Robert E. Freeman
+1.212.969.3170
rfreeman@proskauer.com

Wayne D. Katz
+1.212.969.3071
wkatz@proskauer.com

Jason R. Krochak
+1.212.969.3143
jkrochak@proskauer.com

Joseph M. Leccese
+1.212.969.3238
jleccese@proskauer.com

Adam M. Lupion
+1.212.969.3358
alupion@proskauer.com

Jon H. Oram
+1.212.969.3401
joram@proskauer.com

Kevin J. Perra
+1.212.969.3454
kperra@proskauer.com

Bernard M. Plum
+1.212.969.3070
bplum@proskauer.com

Howard Z. Robbins
+1.212.969.3912
hrobbins@proskauer.com

Bradley I. Ruskin
+1.212.969.3465
bruskin@proskauer.com

Bart H. Williams
+1.310.284.4520
bwilliams@proskauer.com

