

# FOULSTON

ATTORNEYS AT LAW



## JACK M. EPPS

PARTNER

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## PROFILE

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Jack Epps devotes his law practice to helping clients succeed in their real estate and business ventures in Kansas City and across the U.S. With over 25 years of experience in business and real estate transactions, Mr. Epps is known for bringing valuable and creative yet practical solutions to the table for his clients, and as a former college and professional athlete, he brings a relentless commitment to excellence and hard work – which typically translates into success for his clients. Mr. Epps leads the firm's Kansas City area Real Estate Investment, Development, and Transactions practice and provides ongoing counsel to businesses of all sizes.

Mr. Epps draws upon his extensive practical and legal business and real estate experience to represent (a) retailers, (b) hotels, (c) real estate developers and (d) various real estate investors across the U.S. by providing numerous real estate & business legal services, including: (1) assistance in identification of appropriate sites/locations, (2) acquisition of properties, (3) structure of joint ventures on behalf of developer/promoter and/or money investors, (4) obtaining funding via private equity and debt financing, (5) obtaining development entitlements, including zoning, plan approvals and incentives, (6) development and construction of projects, (7) leasing and sales, and (8) ongoing general counsel.

Mr. Epps provides business counsel in the areas of planning, structuring, negotiating, documenting and closing all types of business deals, relationships and arrangements. He serves as a trusted "outside business counsel" to a variety of businesses large and small. Mr. Epps is frequently called on to represent clients in mergers and acquisitions through the acquisition or sale of existing businesses and/or assets.

## Education

- University of Kansas (J.D., 1993)  
Associate Editor - *Kansas Law Review*
- Kansas State University (M.B.A., 1987)
- Kansas State University (B.S., 1985)

## Admissions

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- Kansas (1994)
- Missouri (1993)

### PRACTICE AREAS

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- Real Estate
- Private Equity & Venture Capital
- Business & Corporate Law
- Mergers & Acquisitions
- Startup/Entrepreneurship
- Family Business Enterprise
- Construction
- Banking & Financial Services
- Tax-Exempt/Not-for-Profit Organizations

### INDUSTRIES

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- Real Estate
- Hospitality & Retail
- Agribusiness
- Banking & Financial Services
- Closely Held Business
- Construction
- Franchise & Distribution
- Healthcare
- Insurance
- Manufacturing
- Tax-Exempt/Not-for-Profit Organizations
- Long-Term Care

### COMMUNITY INVOLVEMENT

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- Kansas State University, College of Business Administration, Dean's Business Advisory Council Member
- Fellowship of Christian Athletes (FCA), Board Member
- Legacy Christian Church, Legacy Endowment Board Member
- Johnson County Parks and Recreation, Past Board Member

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- Juvenile Diabetes Foundation, Kansas City Chapter, Past Board Member
- Leadership Overland Park, Graduate

### RELEVANT EXPERIENCE

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#### Real Estate Investment, Development and Transactions

Mr. Epps represents developers and investors in every phase of their real estate investments and/or development projects, including:

- Identification, negotiation of contracts, and acquisition of properties or existing development projects;
- Structure and formation of appropriate Joint Ventures and entities for each real estate venture;
- Coordination of the development team of professionals, including, appraisers, surveyors, land planners, engineers, architects, appraisers, contractors, brokers, etc.;
- Identifying available project entitlements, including zoning and planning approvals as well as any available incentives (e.g., STAR Bonds, Tax Increment Financing, property tax abatement, sales tax capture/incentives, including Transportation Development Districts and Community Improvement Districts);
- Securing optimal development entitlements through:
  - discussions and negotiations with representatives of the various governmental entities, and
  - presentations to the various governing bodies, including City and County Planning Commissions, City Councils and County Boards of Commissioners, and Appeal Boards;
- Securing financing for the project through capital fundraising and debt financing;
- Horizontal and vertical development and construction; and
- Leasing and/or sale of the project or parts thereof.

Mr. Epps provides counsel in various types of real estate investments/projects, including: 1) developed and undeveloped properties; 2) retail shopping centers; 3) office buildings and complexes; 4) mixed-use developments; 5) hotels; 6) single-tenant buildings; 7) multi-family projects; 8) single-family residential subdivisions; and 9) senior/assisted living facilities.

Mr. Epps provides lead counsel to national developers and/or investors competing and/or investing in the single-tenant “build-to-suit” and “sale-leaseback” marketplace across the country representing clients in each step of the client's business plan, including: a) designing, structuring and forming the venture/entity; b) negotiating and documenting the build-to-suit (or sale-leaseback) lease with credit-worthy tenants; c) selecting and acquiring the optimal site; d) entitling the site through local governmental approvals, including zoning, planning and available incentives; e) negotiating and documenting the appropriate construction agreements; f) securing financing for the project through debt and equity funding; and g) negotiating, documenting and executing of the best exit strategy to maximize the client's return on their investment.

Successful ground-up “build-to-suit” projects – where Mr. Epps was the lead outside counsel – include the development and sale of numerous national single-tenant properties across the U.S., including Freddy's Frozen Custard & Steakburgers, WoodSpring Suites, Walgreens, CVS Health, McDonald's, Burger King, Hooters, Denny's, Whataburger, Damon's International Inc., The Goodyear Tire & Rubber Company,

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Quaker Steak, QuikTrip and Quick Stop, and Fresenius Dialysis Center.

### General Business, Transactions and Investment Counsel

Mr. Epps provides legal counsel in the areas of planning, designing, structuring, negotiating, documenting, closing and enforcing all types of business deals, relationships and arrangements, including those that relate to the following:

- Starting a new business beginning with working with the founders/entrepreneurs to design and establish the best structure for the business venture, including corporations, limited liability companies, partnerships and limited partnerships;
- Funding/financing a new or existing business utilizing various debt and equity strategies;
- Growing the business through acquisition transactions, including joint ventures, mergers, and acquisitions via various stock and asset transactions;
- Representing unrelated third party's investment into an existing business in the various stages of business life-cycles;
- Growing and protecting a successful business through various business strategies and agreements designed to incent winning and loyal performances by principals, employees, associates and consultants, including stockholder and operating agreements, stock option plans and agreements, employment and consulting agreements, and non-compete, non-solicitation and confidentiality agreements;
- Executing and securing the business plans through various deals and arrangements with third parties, including manufacturing, distribution and licensing agreements, etc.; and
- Selling or disposing of the business and/or the investors' interest in the business through various sale and exit strategies.

Partner, Polsinelli Shughart, 2003-2012

Associate and Partner, Bryan Cave, 1993-2003

### PROFESSIONAL MEMBERSHIPS, AFFILIATIONS, AND HONORS

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- Recognized by Best Lawyers® as the 2019 Business Organizations (including LLCs and Partnerships) "Lawyer of the Year" in Kansas City
- Selected by peers for inclusion in *The Best Lawyers in America*® in the areas of Business Organizations (including LLCs and Partnerships), 2017-2024, Real Estate Law, 2019-2024, Corporate Law, 2022-2024, and Land Use and Zoning Law and Leisure and Hospitality Law, 2023-2024
- Kansas City Metropolitan Bar Association – Business Transactional Law Committee, Real Estate Law Committee
- Johnson County Bar Association
- National Football League – Former Registered Player Representative / Contract Advisor
- National Football League Players Association (NFLPA) Former Player / Safety with Kansas City Chiefs, 1986 and 1987

### PUBLICATIONS

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# FOULSTON

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- Author, *New Strategies for M&A Buyers and Sellers*, Inside the Minds: Dealing with M&A Financing and Risk in a Changing Market
- Author, *Kansas Corporate Practice and Forms*, Data Trace Publishing Co.
- Co-Author, *Missouri Corporate Practice and Forms*, Data Trace Publishing Co.

### PRESENTATIONS

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- Speaker at various seminars, including “Real Estate Deal-Making: Strategies for Acquisition, Structure & Funding and Sale”

### ISSUE ALERTS

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#### 2018

- Don't Wait for IRS Guidance to Invest in Opportunity Zone Fund