



An Introduction to the National Dental Law Group at Mandelbaum Barrett PC



Our dedicated team of legal professionals specializes in providing guidance and support for dental professionals navigating the complex landscape of dental law. As seasoned attorneys with a profound understanding of both the legal and dental industries, we are committed to safeguarding the interests of dentists, dental practices, and dental professionals.

Introduction

As a full-service law firm with over thirty specialized practice areas, the National Dental Law Group at Mandelbaum Barrett PC offers an expansive range of skills, knowledge, and experience to the dental industry, including the ability to assist with:

- Practice Start-Ups
- Mergers & Acquisitions
- Associate Buy-Ins
- Employment Matters
- Business Partnerships
- DSO Transactions
- Real Estate Matters
- Estate, Succession, and Exit Strategy Planning

The National Dental Law Group at Mandelbaum Barrett PC has handled thousands of transactions for dental practice owners across the country at all stages of their career. We work closely with dentists, consultants, and DSOs in all specialties, including general dentistry, oral surgery, pediatrics, orthodontics, and more. For over two decades, our team has leveraged deep industry connections and specialized knowledge to provide unparalleled service to our clients.

Our 360 Degree Approach & National Reach

Our team of attorneys in the National Dental Law Group at Mandelbaum Barrett PC has extensive experience representing dentists, dental specialists, dental practices, and dental professionals in all facets of their legal affairs.

Our extensive industry experience spans practice areas such as employment counseling, construction law, land use, not-for-profits, commercial litigation, taxation, intellectual property and brand management, cybersecurity, bankruptcy, and banking and financial services.

Our law firm is invested in our clients' personal matters, and we regularly help individuals achieve their personal

objectives in the areas of wills, trusts and estates, tax planning, elder law, matrimonial and family law matters, special needs planning, and education law.

In compliment to the law firm's full-service platform, we also can offer national reach. Mandelbaum Barrett PC is a member of the global Primerus legal network, allowing us to access the most reputable legal counsel throughout all areas of the country for legal matters requiring specific local insight.

The National Dental Law Group at Mandelbaum Barrett PC will remain by your side in connection with any legal need, regardless of location.

Practice Start-Ups

Our experienced dental attorneys are uniquely equipped to provide dentists and dental professionals with legal advice at all operational stages, including formation. The start-up phase can be particularly challenging for new dentists, and our dental attorneys are here to help.

We frequently provide guidance on entity formation, corporate and ownership structuring, operational compliance, real estate considerations (buying or leasing property), employment matters, and more.

Mergers & Acquisitions

Buying, selling, or merging a dental practice can be an exciting endeavor, but it is not one that should be undertaken without the proper professional support.

The industry-specific legal knowledge and business acumen of the National Dental Law Group at Mandelbaum Barrett PC can prove to be an invaluable resource to dentists and dental professionals considering a business transaction.

Our dental attorneys will work closely with you to protect your interests and advocate for your needs. We are available to provide guidance throughout every phase of the deal, whether you are seeking support navigating the due diligence process (including regulatory due diligence), negotiating deal terms, or preparing and reviewing legal agreements.

Our seasoned dental attorneys, who understand the nuances of the dental business and acquisitions market, will collaborate with accountants, practice brokers, and financial professionals to help determine the best deal for you.

In particular, we can help an owner develop an exit strategy to sell or merge their practice to or with the right buyer. Regardless of the route an owner chooses to take, the National Dental Law Group at Mandelbaum Barrett PC works closely with owners to structure and negotiate the transaction so that owners can enjoy the fruits of their hard work as they embark on their next journey, whatever that may be.

Associate Buy-Ins

Our experienced dental attorneys are equipped to assist in every aspect of an associate buy-in, whether you are an owner of a practice that is considering offering equity to an associate or an associate looking to become an owner. Having the right legal team is essential in these types of transactions because associate buy-ins require careful consideration of legal issues beyond buying or selling the practice's equity.

By way of example, the parties may need to negotiate employment agreements that reflect the new ownership structure or define other material terms. If the real estate

associated with the practice is owned by the seller, the associate may also want to negotiate a future right to purchase the real estate where the practice is located. The parties should also ensure an experienced dental attorney prepares the partnership or operating agreement, which may include terms addressing a partner's retirement or an associate's right to eventually purchase the remaining equity in the practice.

Our dental attorneys have the experience necessary to guide you through the associate buy-in process and will work alongside you to ensure a successful transition of ownership.

Employment Matters

The dental attorneys in the National Dental Law Group at Mandelbaum Barrett PC provide employment counseling to dental practice owners as well as a wide range of dental professionals and employees. We can help practice owners with a variety of legal challenges, such as navigating workforce management issues, developing HR policies, and implementing employee equity incentive plans, whether in the form of profit interests or stock options.

Our team is available to provide advice to practice owners to help avoid common pitfalls and issues that arise throughout the course of the employer-employee relationship.

Whether you are hiring a new associate, starting a new position, negotiating an employment agreement, parting ways with an existing employee or employer, or seeking to implement new employment policies, our dental law attorneys are here to protect your interests.

Business Partnerships

For dental practices with multiple owners, operating agreements and shareholder agreements serve as the roadmap to the rights, obligations, and responsibilities of the parties involved.

A well-drafted agreement is essential to avoid potential future disputes and protect the viability of your practice, so it is critical that an experienced dental attorney with industry-specific knowledge prepare and review these documents.

Dental Service Organizations

In recent years, the dental industry has attracted the attention of well-funded Dental Service Organizations (DSOs) interested in making steady returns on their investments.

As a result, DSOs have financed the acquisition of dental practices throughout the country using various acquisition strategies and management models. These acquisitions routinely contain more complicated payment structures, as the purchase price may be offered in the form of an earnout, rollover equity, a promissory note, or a combination of structures. The attorneys in the National Dental Law Group at Mandelbaum Barrett PC understand the ins and outs of these provisions and can advise on the benefits and

risks of each to ensure that selling owners end up with a payment structure they feel comfortable with.

There can be compelling reasons to sell a dental practice to a DSO. The National Dental Law Group at Mandelbaum Barrett PC understands that partnering with or selling to a DSO is a career-altering decision that will affect our clients personally, professionally, and financially.

Therefore, before making this decision, dentists and dental professionals should consult with a dental attorney to ensure that the sale or partnership is in the best interests of the owner(s), employees, patients, and overall culture of the practice.

Real Estate Matters

The right legal team understands that the real estate upon which your practice operates is a pivotal component of your success. Our dental attorneys offer a wealth of experience in the real estate industry and are equipped to advise clients on a wide variety of real estate matters, including the purchase, sale, financing, development, leasing and management of real property.

Whether you are looking to purchase property, sell property, enter into a new lease agreement or an assignment of a lease, or develop a new practice or expand an existing practice, our attorneys have expertise in identifying and addressing industry-specific issues that often go unnoticed by counsel unfamiliar with the unique requirements of a dental practice.

Estate, Succession & Exit Strategy Planning

Our experienced attorneys will collaborate with you to develop and implement a tailored estate plan and sound business exit strategy. Whether your goal is to prepare for retirement or make another change in your career, a successful estate plan and exit strategy will ensure an effortless transition into the next phase of your life. Our team is committed to creating a plan that honors your legacy and protects you, your family, and your

assets. The specifics of what you will need to include in your estate plan and/or exit strategy will depend on your individual circumstances, values, and goals.

Whether you are a dentist considering retirement or a young dental professional looking to jumpstart your career, our attorneys are equipped to assist you.

Assemble your team

It takes an entire team of dental industry professionals to ensure the success and growth of a dental practice no matter where you are in your professional journey. Each advisor serves a unique role in providing proper guidance to dental professionals as they navigate the successes and challenges of practice ownership.

There are six essential roles every dentist and dental specialist should consider when building an advisory team:

- **Accountant** – Understands dental practice economics and ensures accurate financials, tax planning, and practice valuations.
- **Practice Consultant** – Offers operational insight to reduce costs, improve efficiency and growth, and strengthen overall business operations.
- **Attorney** – Protects your interests by providing advocacy and legal guidance on contracts, compliance, risk management, and transition planning.
- **Financial Advisor** – Helps structure personal and practice finances for long-term stability by offering guidance on investments, retirement planning, taxes, etc.
- **Specialty Lender** – Evaluates practice cash flow and growth potential and can often offer one hundred percent financing and working capital in a dental acquisition.
- **Broker** - Assists in valuing and marketing a practice, finding opportunities to acquire and grow, and serves as a resource in helping parties reach a fair deal.

It is crucial that each of these professionals have experience working specifically with dental and dental specialty practices. Often, one trusted advisor will recommend other qualified professionals to help you complete your team.

Taking the time to build this team will provide you with the advice and perspective needed to make informed decisions throughout your career.

Built on relationships,
focused on *results*.



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