



## R. Steven Jones

Of Counsel

Phone: 303-573-1600

[sjones@joneskeller.com](mailto:sjones@joneskeller.com)

1999 Broadway

Suite 3150

Denver, CO 80202

### Summary

Steve's areas of practice include commercial and residential real estate, real estate finance transactions, general corporate, business planning and drafting, intellectual property and sports and entertainment law.

### Experience

#### Business/Corporate

Steve's experience includes advice and counsel to clients regarding the acquisition and sale of businesses (stock and asset transactions), capital financing transactions, corporate governance, franchise operations, negotiation and drafting of contracts and commercial agreements, and secured transactions. Other areas of substantial practice experience include the representation of start-up and existing ventures in the negotiation, structuring, drafting, implementation and financing of limited partnerships, limited liability companies, corporations and joint ventures. His practice also encompasses the negotiation and drafting of agreements relating to shareholders, executive employment (including parachute and non-competition provisions), strategic and succession planning.

#### Church/Ministry

Steve has unique and extensive experience in representing a variety of church and ministry organizations ranging in size from small congregations to numerous "mega-church" organizations. He has established himself as one of the significant advisors of church ministries and pastors in a variety of jurisdictions.

#### Intellectual Property

Steve has drafted and negotiated agreements regarding the development, licensing, disposition and protection of intellectual property rights in the technology transfer, product development and employment agreement context, and also provides counsel on trademark and copyright prosecution and management of intellectual property and trade secret infringement litigation.

#### Real Estate/Real Estate Finance

Over 30 years experience in all aspects of complex real estate law and real estate finance emphasizing the sale, acquisition, lease, subdivision, construction and development of undeveloped land, commercial, industrial and residential projects, including office buildings, condominium and PUD development, multi-family projects, mini/industrial warehouses and single family residential developments. Experience also encompasses interim and permanent loan transactions, workouts involving non-performing loans and assets as well as mechanics' lien claims. Scope of experience also

#### PRACTICE AREAS:

Business & Corporate  
Construction Contracting  
Intellectual Property  
Real Estate  
Securities & Finance  
Sports and Entertainment

#### EDUCATION:

J.D., Washington University at St. Louis, School of Law 1982  
University of Missouri – Columbia, 1978 (Magna Cum Laude)

#### LICENSED IN:

Arkansas, Colorado, Texas

**R. Steven Jones of Counsel**

includes negotiation and drafting of commercial leases, construction agreements, property management contracts and agreements concerning the disposition and transfer of oil, gas, minerals and water rights. Land use experience includes a variety of zoning and zoning change issues, assessment of impact of community development plan and enterprise zone districts on zoning and future development, zoning variance matters as well as management of conditional and special use permit process and applications.

**Sports/Entertainment**

Steve's sports practice includes the negotiation, drafting and consummation of commercial endorsement contracts, personal appearance agreements and the licensing of publicity rights for current and former professional athletes. Steve also provides advice and counsel to management firms and agents regarding scope of permissible activities and the drafting and consummation of player-agent agreements. His entertainment practice includes the negotiation and drafting of various publishing, royalty and media production and distribution agreements as well as publishing and royalty agreements in the literary context.

**Significant Representations**

**Business/Corporate**

- Representation, negotiation and drafting of comprehensive severance agreement for an executive with a publicly traded PC manufacturer.
- Representation, negotiation and drafting of a comprehensive severance agreement for an executive with a publicly traded software vendor.
- Representation, negotiation and drafting of a comprehensive portfolio of employment and severance agreements for the wholly owned subsidiary of a publicly traded software development firm.
- Assessment, consultation and drafting of documentation for the restructure of a privately held international seller of nutritional supplements.
- Assessment, consultation and drafting of documentation for the restructure of a privately held aerospace engineering and software development firm.
- Negotiation and drafting of numerous owners agreements (Shareholder and Member) involving complex valuation formulae and multiple disposition provisions.
- Negotiation and drafting of numerous Partnership Agreements in the business and real estate context.

**Church/Ministry**

- Advice and counsel to churches and ministry organizations on a wide range of real estate matters including leasing, acquisition, facility financing, construction and development of church facilities on transactions ranging from \$250,000 to \$50 million.
- Advice and counsel regarding risk management, insurance and claims management.
- Development of operational and organizational policies and procedures.
- Advice and counsel regarding general contract issues, employment law, copyright, trademark and creative content matters.
- Development and evaluation of background check policies and procedures for staff and ministry personnel.
- Management of, and participation in, ongoing press relations; serving as public

**R. Steven Jones of Counsel**

relations spokesman as well as development of information reporting and “chain-of-command” crisis response protocols.

- Development of comprehensive church oriented governance documents (Bylaws/Constitution) and assessment of updated legal developments affecting non-profit organizations.
- Advice and counsel (and development of appropriate guidelines) for limitations on political and first amendment speech activities to ensure compliance with applicable IRS laws and regulations.

**Intellectual Property**

- The development and drafting of a comprehensive OEM document suite for wholly owned subsidiary of a publicly traded software development company.
- Negotiation and drafting of a series of comprehensive agreements for the bundling of financial planning software for ultimate disposition to a major New York based securities firm.
- Assessment, negotiation and drafting of a telephony based software development and integrated engineering agreement with a major telecommunications entity.
- Assessment, development and implementation of a strategy and prosecution of a comprehensive intellectual property protection portfolio for a privately held aerospace development and engineering firm.
- Successful prosecution of numerous trademark and copyright registrations.
- Management of litigation for various copyright and trademark infringement actions including the successful seizure of infringing material pursuant to 17 U.S.C. Section 503.applications for various clients.

**Real Estate/Real Estate Finance**

- Negotiation, drafting and closing of the financing of a variety of real estate secured loan transactions ranging from \$1 Million to \$50 Million in value..
- Negotiation, drafting and closing of the sale of a \$30 million bundled multi-family portfolio.
- Negotiation, drafting and closing of documents for the debt restructure of a \$15 million commercial office building portfolio.
- Negotiation, drafting and closing of documents for several commercial condominium projects ranging from \$4 million to \$10 million in value.
- The negotiation and drafting of a comprehensive series of development and financing agreements for a \$225 million mixed use marina, residential and commercial development.
- Negotiation, drafting and closing of documents for the acquisition and financing of a variety of commercial property transactions (undeveloped land and improved assets) ranging in valuation scope from \$3 million to \$15 million.
- Negotiation and drafting of a variety of land use agreements as well as assessment of impact of community enterprise zone and development regulations on zoning status and zoning variance disputes.

**Sports/Entertainment**

- Negotiation and drafting of a commercial endorsement agreement between a PGA Tour Member and a real estate development entity for a mixed use golf course

- development.
- Negotiation and drafting of an agreement between a major software development company and a PGA Tour Member for the creation of an interactive computer game.
  - Negotiation and drafting of the purchase of a fractional ownership interest in a private jet aircraft for various PGA Tour Members.
  - Communication and negotiation of various agreements on behalf of a professional baseball player with front office management of various Major League and Minor League Baseball organizations as well as The Office of The Commissioner of Major League Baseball and The Major League Baseball Players Association.
  - Negotiation and drafting of the purchase of a fractional ownership interest in a private jet aircraft for a former member of the National Football League.
  - Negotiation of contract terms between a client Coach and a Major League Baseball Team.
  - Negotiation and drafting of contract terms between a client Manager and a Minor League Baseball Team.
  - Representation, negotiation and drafting of Partnership Agreement on behalf of former members of the National Football League regarding commercial endorsement and promotional obligations in connection with the formation of an investment venture.
  - Representation, negotiation and drafting of a commercial endorsement agreement for the promotion of a national hair restoration entity and a former Major League Baseball All-Star.
  - Representation, negotiation and drafting of an agreement between a PGA Tour Member and a nationally recognized memorabilia vendor.
  - Advice and counsel to several PGA Tour Members regarding interpretation and dispute resolution involving commercial endorsement agreements.
  - Representation of a federally insured leading institution in the interpretation of various provisions of a Major League Player Contract for a loan transaction.
  - Negotiation and drafting of a variety of agreements in the music, literary and media/entertainment industry context.
  - Representation of Division 1 Athletes regarding NCAA and Conference transfer issues.
  - Representation of Division 1 Athletes regarding NCAA eligibility issues and 5th year scholarship programs.
  - Representation of collegiate baseball players in an advisory capacity regarding Major League Baseball, First Year Player Draft issues.

#### **Honors/Distinctions**

- Washington University Law Quarterly, Executive Editor 1982
- Washington University Law Quarterly, Member 1981-1982
- University of Missouri – Columbia: Phi Beta Kappa
- University of Missouri – Columbia: Honors Program Thesis: Jury Behaviorism Case Study
- Electric and Gas Utility Advertising: The First Amendment Legacy of Central Hudson, Vol. 60, No. 2, 60:2 Wash. U. L.Q.(1982)
- Practice credits include published copyright opinion with co-counsel in Van Halen Music, et al. v. Edwin T. Palmer, et al., 626 F. Supp. 1163 (W.D. Ark. 1986) (Lexis 30258)

**Admitted to Practice Before**

- U.S. Supreme Court
- U.S. Court of Appeals, 5th Circuit
- U.S. Court of Appeals, 10th Circuit
- U.S. District Court, Northern District of Texas
- Colorado
- Texas
- Arkansas

**Speeches, Publications and Papers**

- “Electric and Gas Utility Advertising: The First Amendment Legacy of Central Hudson”; Vol. 60, No. 2, Washington University Law Quarterly (1982)
- “Guidelines for Churches and Political Speech”, Workshop Presentation at the North Texas Leadership Conference, Plano, Texas, October 2009
- “Legal Implications of Church Sponsored Social Networking Sites”, Workshop Presentation at the North Texas Leadership Conference, Plano, Texas, October 2009
- “Ongoing Risk Management For Church Organizations”; Workshop Presentation at the North Texas Leadership Conference, Plano, Texas, October 2009
- “Putting The Kids First; Churches and Child Abuse Reporting Laws”; Co-Author of Workshop Presentation at the North Texas Leadership Conference, Plano, Texas, October 2008
- “Risk Management Imperatives For Church Pastoral and Administrative Staff”; Co-Author of Workshop Materials presented at Abundant Living Family Church, Rancho Cucamonga, California, October 2008
- “Impact On Churches of Recent United States Supreme Court Decision Regarding Same Sex Marriage”, White Paper for Pastor Conference Presentations (2015)
- “Impact of California’s Vaccination Law (California Health And Safety Code) On Church’s and Private Faith Based Organizations”, White Paper for Pastor Conference Presentations (2015)

**Professional and Community Affiliations**

- Licensed in Arkansas, Colorado and Texas
- Admitted to practice before the United States Supreme Court
- Admitted to practice before United States Court of Appeals For the Fifth Circuit
- Admitted to practice before United States Court of Appeals For the Tenth Circuit
- Admitted to practice before United States District Court for the Northern District of Texas
- Member: State Bar of Arkansas; State Bar of Colorado; State Bar of Texas
- Sports and Entertainment Law Section, Dallas Bar Association
- Colorado Bar Association