

BROOKS ROGERS SMITH

Bradley Arant Boult Cummings LLP
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CURRENT PRACTICE

Broad based commercial real estate and finance practice, including the representation of developers, owners, landlords, tenants, borrowers and lenders in all aspects of commercial real estate development, acquisition, disposition, leasing and financing among all classes of real estate (office, retail, mixed-use, industrial, multi-family, hospitality, healthcare and lot or tract developments). Approximately 50% of time dedicated to borrower-side acquisitions, development, and dispositions; 25% of time spent leasing (primarily office); 20% of time involved with borrower-side financing related matters; 5% of time spent with miscellaneous matters including local counsel opinions. Some recent representative transactions include:

- Represent owner in the financing and restructuring of 1221 Building in the amount of approximately \$120 million;
- Represent sponsor of \$100 million real estate opportunity fund with respect to the formation, credit line financing, and subsequent acquisitions;
- Represent the owner of the Terrazzo in the Gulch with the acquisition, subsequent partnership conversion and recapitalization, and all leasing matters;
- Represent the owner of Radius in the Gulch in the acquisition and financing for \$95 million and subsequent leasing and other operational matters;
- Represent Brightland Homes in Tennessee acquisitions and lot development;
- Represent In-N-Out Burgers in their expansion eastward, including acquisitions, subdivision and development of multiple parcels for new stores, office, warehouse and retreat center in Middle Tennessee, in the aggregate among of over \$125 million;
- Represented client in the \$60 million acquisition and financing of 3 office buildings in Maryland Farms;
- Represent client with respect to the \$110 million joint venture, development and financing of the Virgin Hotel in Nashville, Tennessee, including the condominiumization of the hotel and parking and subsequent disposition of the parking facilities;
- Represented client in the \$31 million acquisition and financing of 222 unit apartment complex in Franklin, Tennessee;
- Represented client in the acquisition and financing of downtown Nashville office building and conversion to apartments for short term rentals;
- Represented investor clients with respect to the \$65 million financing and development of the Dream Hotel in Nashville, Tennessee;
- Represented client in the \$26 million acquisition and financing of apartment complex in Hendersonville, Tennessee;
- Represented client in the \$30 million acquisition and financing of Public Square Parking Garage in Nashville, Tennessee and subsequent disposition;
- Represented client in the \$65 million acquisition and financing of Cool Springs Commons in Brentwood, Tennessee;
- Represented client in the \$70 million acquisition and financing of 7 office buildings in Louisville, Kentucky;
- Represent client with the \$30 million acquisition, leasing and subsequent disposition of CMT Building in Nashville, Tennessee;
- Represent hotel developer with respect to acquisition and development of hotels (various flags) in San Angelo, Texas; Amarillo, Texas; Destin, Florida; Murfreesboro, Tennessee; Cookeville, Tennessee; Nashville, Tennessee; and Midland, Texas;

- Represent sponsor in joint venture with Meritage Capital for real estate opportunities in the southeast;
- Represented the owner of UBS Tower in Nashville, Tennessee with respect to all leasing and other matters, and subsequently in the sale for \$135 million;
- Represented CHS health care with respect to all of the real estate aspects of its acquisition of the hospital system in Ponca City, Oklahoma;
- Represented Ardent Health Care with respect to all the real estate aspects of its acquisition of 8 hospitals in Tulsa, Cushing, Henryetta, Wagoner, Cleveland, Bristow and Pawnee, Oklahoma;
- Outside general counsel for federal regional bank in connection with over \$1 Billion in distressed real estate loans throughout the southern half of the United States.

EDUCATION

The University of Tennessee College of Law; J.D. 1996

Executive Editor, Tennessee Law Review, 1995-1996

The University of the South, Sewanee; B.A. 1993, cum laude

Wilkins' Scholar; Order of Gownsmen; Red Ribbon Society; President, Sigma Alpha Epsilon Fraternity; Wellington Society

BAR MEMBERSHIPS

Georgia (1996)

Tennessee (2000)

Kentucky (2006)

EMPLOYMENT HISTORY

Bradley Arant Boulton Cummings, LLP; Nashville, Tennessee, October 1999 to Present

Partner

Practice Group Leader for the Real Estate Banking and Finance Practice Group, 2019 – 2024

Executive Board Member, 2024-

Troutman Sanders LLP; Atlanta, Georgia; December, 1997 to October, 1999.

Associate

Smith, Eubanks, Smith & Tumlin, P.C.; Marietta, Georgia; May, 1996 to December, 1997.

Associate

SPEAKING ENGAGEMENTS

Tennessee Real Estate Law Conference, Purchase and Sale Issues Beyond the Purchase Price, October 20, 2017.

Acquiring, Leasing and Financing Real Estate in Tennessee, presented to EO of Nashville, December 14, 2015

Tennessee Real Estate Essentials, Tennessee Bar Association, May 11, 2015.

Hot Topics in Real Estate 2014, Tennessee Bar Association with the Tennessee Land Title Association, November 7, 2014.

Tennessee Real Estate Transaction, Tennessee Bar Association, May 4, 2013.

Hot Topics in Real Estate 2012, Mechanics and Materialmen's Lien Forum, with Kim Brown, Todd Panther and Billy Rosenberg, November 9, 2012.

Tennessee Real Estate Transactions and Real Estate Closings, Tennessee Bar Association General Practice Summit, August 17, 2012.

Tennessee Real Estate Law Conference, Foreclosure Issues, Work-Outs and Restructuring of Commercial Loans, December 9, 2011.

Hot Topics in Real Estate 2011, State Foreclosures, Federal Issues, November 11, 2011.

Third Party Closing Opinions, Real Estate Secured Transaction Opinions, November 7, 2011.

Real Estate Essentials, Tennessee Bar Association Real Estate Summit, May, 2011.

Real Estate Essentials, Tennessee Bar Association Real Estate Summit, June, 2010.

Real Estate Foreclosures, Tennessee Bar Association General Practice Summit, August, 2009.

Real Estate, Tennessee Bar Association General Practice Summit, August, 2008.

Series LLCs at Hot Topics in Real Estate 2007, Joint Tennessee Bar Association/Tennessee Land Title Association Seminar, November, 2007.

Top 10 Issues in Medical Leases, Tennessee Bar Association Health Law Forum, October, 2007.

Teleconference/Webcast on Opinions on Personal Property Security Interests, American Bar Association Section of Real Property, Probate and Trust Law and the Center for Continuing Legal Education, May, 2006.

Fundamentals of Real Estate Development, March, 2006.

Opinions on Personal Property Security Interests, American Bar Association Section of Taxation and Section of Real Property, Probate and Trust Law, September, 2005, San Francisco, California.

Designing Site Infrastructures, June, 2005.

Keys to Success in a Real Estate Transaction in Tennessee, June, 2003, National Business Institute.

Keys to Success in a Real Estate Transaction in Tennessee, July, 2002, National Business Institute.

Road and Access Law in Tennessee: How to Research and Resolve Access Disputes, July, 2001, National Business Institute.

LEGAL PUBLICATIONS

Brooks R. Smith, *Tennessee Real Property Law and Practice* (LexisNexis Matthew Bender 2024), found at: [Tennessee Real Property Law and Practice | LexisNexis bookstore | LexisNexis Store](#)

Brooks R. Smith, Peter C. Sales and Frankie Spero, *Nine Tennessee Commercial Leasing Issues*, 17 Tenn. J. Bus. L. (2015), found at <http://trace.tennessee.edu/transactions/vol17/iss1/2>

Healthcare Leases Part 9: Construction and Tenant Finish, Building Operating Management, found at Facilitiesnet.com, December 2015.

Healthcare Leases Part 8: Utilities, Building Operating Management, found at Facilitiesnet.com, November 2015.

Let's look at the other Property law – real estate, Nashville Business Journal, September 16, 2015, found at: <http://www.bizjournals.com/nashville/blog/2015/09/lets-look-at-the-otherproperty-law-real-estate.html>.

Healthcare Leases Part 7: Termination Rights, Building Operating Management, found at Facilitiesnet.com at <http://www.facilitiesnet.com/healthcarefacilities/article/Healthcare-Leases-Pay-Close-Attention-to-Guaranties-Facilities-Management-Health-Care-Facilities-Feature--16141>, September 2015.

Healthcare Leases Part 6: Landlord's Lien, Building Operating Management, found at Facilitiesnet.com at <http://www.facilitiesnet.com/healthcarefacilities/article/Landlord8217s-Lien-Can-Pose-Problems-In-Healthcare-Leases-Facilities-Management-Health-Care-Facilities-Feature--16126>, August 2015.

Healthcare Leases Part 5: Termination Rights, Building Operating Management, found at Facilitiesnet.com at <http://www.facilitiesnet.com/healthcarefacilities/article/Healthcare-Leases-Termination-Rights--16044?source=part>, July 2015.

Six Top Health Care Lease Issues, Development Magazine, Summer 2015, page 30.

Healthcare Leases Part 4: Use Restrictions and Religious Directives, Building Operating Management, found at Facilitiesnet.com at <http://www.facilitiesnet.com/healthcarefacilities/article/Healthcare-Leases-Use-Restrictions-and-Religious-Directives--15958?source=part>, June 2015.

Unique Issues with Healthcare Leases, The Practical Real Estate Lawyer, Volume 31, Number 3, May 2015, page 23.

Healthcare Leases Part 3: Medical Waste, Building Operating Management, found at Facilitiesnet.com at <http://www.facilitiesnet.com/healthcarefacilities/article/Healthcare-Leases-Medical-Waste--15928?source=part>, May 2015.

Healthcare Leases Part 2: Understanding HIPPA Impacts, Building Operating Management, found at Facilitiesnet.com at <http://www.facilitiesnet.com/healthcarefacilities/article/Healthcare-Leases-Understanding-HIPPA-Impacts--15789?source=part>, April 2015.

Lessons in Leasing: eight considerations for hospitals serving as landlords, Health Facilities Management, found at www.HFMMagazine.com at http://www.hfmmagazine.com/display/HFM-news-article.dhtml?dcrPath=/templatedata/HF_Common/NewsArticle/data/HFM/Magazine/2015/Apr/hfm-leasing-considerations-for-hospitals, April 2015, Volume 28 Issue 4, page 32

Healthcare Leases Part 1: Anti-Kickback Statute and Stark Law, Building Operating Management, found at Facilitiesnet.com at <http://www.facilitiesnet.com/healthcarefacilities/article/Healthcare-Leases-AntiKickback-Statute-And-Stark-Law--15739>, March 2015.

Three tips to make healthcare leasing a little easier, Healthcare Facilities Today, at <http://www.healthcarefacilitiestoday.com/posts/Three-tips-to-make-healthcare-leasing-a-little-easier--8423>, March 3, 2015.

Addressing the "Three C's" of Healthcare Leases, Health Care Business Today, at <http://www.healthcarebusinesstoday.com/addressing-the-three-cs-of-healthcare-leases/>, February 10, 2015.

The Truth in Legislation Amendment: An Idea Whose Time Has Come, 78 Tennessee Law Review 831 (2011), with Professor Brannon P. Denning.

Meth Poses Significant Risk and Cost for Property Owners, Nashville Business Journal, May 12 – 18, 2006.

Kelo Property Rights Ruling Shouldn't Worry Tennesseans, with Jim Murphy, Nashville Business Journal,

July 29-August 4, 2005.

The Future is Now; Law Office Design in the 21st Century; Form Follows Function, Nashville Bar Journal, Volume 4, Number 11, December 2004/January 2005.

Public v. Private: Supreme Court studies Eminent Domain, with James Murphy, Nashville Business Journal, November 12 – 18, 2004.

Uneasy Riders: The Case for a Truth-in-Legislation Amendment, 1999 Utah Law Review 957, with Professor Brannon P. Denning.

Constitutional Law – Eminent Domain Clause of the Fifth Amendment – Compensation for Partial Regulatory Takings, 62 Tennessee Law Review 403 (1995).

BAR ACTIVITIES

Tennessee Bar Association, Chair of Real Property Section: 2007 – 2009, 2012 – 2015

PROFESSIONAL RATINGS

Chambers USA, Real Estate, 2016 – 2024;
Best Lawyers, Real Estate Law, 2009 – 2024;
Nashville *Lifestyles*, Superlawyer, 2017;
Mid-South Super Lawyer, 2006, 2011 – 2017;
Best of the Bar, Commercial Real Estate, *Nashville Business Journal*, 2008, 2009, 2010;
Nashville Business Journal Rising Star in Real Estate, 2005.

TEACHING ACTIVITIES

Belmont University College of Law, Nashville, Tennessee
Adjunct Professor of Law
Real Estate Transactions (Fall Semesters; 2014 - 2019)
Real Estate Finance (Spring Semester 2015)
Hours spent: 12 hours per week during the semester

Lipscomb University, Institute for Law, Justice and Society, Nashville, Tennessee
Adjunct Professor
Dispute Resolutions (Fall Term, 2010)
Hours spent: 8 hours per week during the semester

COMMUNITY SERVICE

Nashville Rescue Mission, board member, 2022-
Serving the unhoused population of the Nashville region, working to address housing issues and work toward potential solutions.

Episcopal School of Nashville, board member, 2019-
Diverse grade school from Pre-K through 7th grade, worked to address facilities needs and negotiated lease with Metro Nashville for use of former Metro school building.

Land Trust for Tennessee, Pro-Bono Volunteer.

RELIGIOUS SERVICE

Ordained, Episcopal Church of the United States of America, Diocese of Tennessee

Deacon, Church of the Holy Trinity, Nashville, Tennessee

Serve at the 172 year old historically African American Episcopal Church next to the Nashville Rescue Mission, work with the unhoused and other diaconal roles

JUDICIAL

Municipal Judge, City of Forest Hills, Tennessee

Addressing predominantly real estate and property related issues and disputes

HONORS

Fellow, American College of Mortgage Attorneys

Fellow, Nashville Bar Foundation

Fellow, American Bar Foundation

PERSONAL

Born January 3, 1971, raised in Dallas, Texas and moved to Nashville, Tennessee in 10th grade. Married to Janna Eaton Smith, the executive director of the Nashville chapter of LAW (Lawyers' Association for Women); we met at the University of Tennessee law school. We remain active in the lives of our two (now) grown children, Adeline (22), a recent Sewanee graduate, now in graduate school studying Art History at Vanderbilt, and Brooks Jr. (19), a sophomore at the University of Tennessee, Knoxville. Avid outdoorsman, whether walking, running, hiking, biking, fishing, hunting or gardening, tending to my small flock of chickens in the middle of Nashville or avoiding being stung by any of the bees from the two hives in my garden. When not outdoors, and sometimes when outdoors, I am formerly and sometimes presently active in several ad hoc bands, playing piano, guitar, mandolin, Scruggs-style banjo and clawhammer banjo. I acquired Billy Joel's touring piano a few years ago so have been working to learn his large and impressive body of work. As I often preach on Sundays at the Church of the Holy Trinity, my 'personal' reading tends to focus on theological and religious issues, and working with the unhoused has led me down the path of the meaning or possibility of "free will" as my current reading obsession.



Brooks R. Smith

Partner



Developers and real estate professionals seek and retain Brooks Smith to structure transactions, compose entity formation documents, draft and negotiate contracts for sale, perform due diligence review, review and address title and survey issues and ultimately consummate closings. Brooks also has significant experience leasing office, retail, industrial, hospitality and mixed-use properties on behalf of landlords and tenants. His practice is centered around all aspects of real estate transactions, including borrower-side financings, joint ventures, and development projects on a national basis.

Brooks's broad and deep experience allows him the opportunity to assess problems and create solutions; in the end his goal is to provide the client with the service and experience they expect in order to achieve the best results for the client. Brooks is well-known in the real estate industry as a business lawyer who "gets the deal done," as well as having highly proficient technical skills.

His practice also includes considerable experience and efficiency with respect to legal opinion letters.

Brooks is active in the Nashville community. He is a past chair of the Tennessee Bar Association's Real Estate Section. Brooks dedicates his time and knowledge to a number of local organizations, currently serving on the boards of both the Nashville Rescue Mission and the Episcopal School of Nashville.

Brooks also has been an adjunct professor of law at Belmont Law School, where he teaches Real Estate Transactions, and he is currently engaged by LexisNexis to author Tennessee Real Estate Practice and Procedure, the first part of which is to be completed in 2023. He is the municipal judge for the City of Forest Hills, Tennessee, where he adjudicates property-related and zoning issues. Finally, Brooks is an ordained Reverend (Diaconate) in the Episcopal Diocese of Tennessee.

Experience

GENERAL EXPERIENCE

Disposition of three hospitals and sale of fourth

Representation in the disposition of three hospitals in Oklahoma to a third party buyer and sale of a fourth to the Hospital Authority, with seller financing.

Nashville

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Practices

- Commercial Leasing
- Institutional Investment
- Real Estate
- Real Estate Acquisitions & Dispositions
- Real Estate Finance & Development
- Healthcare Real Estate
- Commercial Lending
- Foreign Investment in U.S. Real Property

Education

- University of Tennessee College of Law, 1996, J.D.
- Sewanee: The University of the South, 1993, *cum laude*, B.A.

Licensed In

- Kentucky
- Tennessee
- Georgia

Local counsel in \$500 million purchase of publishing company

Acted as local counsel for the client in the \$500 million purchase of a local publishing company.

Horace Small; Tennessee Valley

Horace Small: assisted facility in sale with significant environmental issues; worked with TN Dept. of Env. & Conservation with land use restrictions; Tennessee Valley: mining operations around Tennessee needed various environmental assistance including TDEC guidance.

Sale of Drives, LLC

Represented Drives, LLC, a worldwide leading manufacturer of chains and auger products for the agriculture industry, based in Fulton, Illinois, and its majority unitholders, in the sale of all the units of Drives, LLC to the Timken Company (NYSE: TKR), a global manufacturer of bearing, alloy steels, and related components and assemblies.

Accolades

- American College of Mortgage Attorneys, Fellow
- Listed in *Chambers USA*, Real Estate, 2016-2024
- Listed in *The Best Lawyers in America*[®], Real Estate Law, 2009-2025
- Listed in *Mid-South Super Lawyers*, Real Estate, 2006, 2011-2018, 2020, 2023
- Listed in *Nashville Business Journal*, "Best of the Bar," Commercial Real Estate Practice, 2008-2010

You May Not Know

Brooks is married to Janna Eaton Smith, a commercial litigation attorney, and is active in the many activities of his daughter and son. Brooks is also an avid outdoorsman and whether he is running (slowly), hiking, biking, hunting, fishing, gardening, tending to his chickens or watching his bees in the middle of Nashville, he would rather be spending time outdoors. He has played in several bands over the years, playing the piano, banjo and guitar. Brooks is ordained as a Deacon in the Episcopal Diocese of Tennessee.



Professional & Community Activities

Nashville Bar Association

Fellow of the Nashville Bar Foundation

Tennessee Bar Association, Real Estate Section, Past Chairman

American Bar Association

Fellow of the American Bar Association

State Bar of Georgia

Kentucky Bar Association

Valor Collegiate Academy, Past Board Member

Alumni Council of Sewanee: The University of the South, Past Member

Prevent Child Abuse Tennessee, Past Board Member

The Land Trust for Tennessee

Economic Club of Nashville

Nashville Rescue Mission, Board Member

Episcopal School of Nashville, Board Member