



Scott Biel  
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## W. Scott Biel | Partner

Scott is nationally recognized as an expert on the legal aspects of structuring and negotiation commercial leases and the acquisition, financing and development of commercial real estate projects. He works with clients on the legal structuring of owner and tenant entities, project site selections and acquisition strategy, through development of the final project. His clients develop, own, and occupy office, medical, retail, industrial, entertainment and hospitality, and mixed-use projects, with extensive experience in the unique aspects of research & development (R&D) and manufacturing facilities. In the financing and leasing of retail assets, some of the unique assets in which Scott has an expertise include automobile dealerships, auto park properties and travel center facilities, mixed-use retail and residential projects, golf, swimming and other retail sports facilities, and ground-leased retail projects on land owned by churches and other non-profit entities.

Scott has represented landlords and tenants in leasing commercial facilities, and in the financing of leased assets, involving millions of square feet throughout the U.S., Canada and Mexico, and in the acquisition and development of regional headquarters, research campuses, and manufacturing facilities in China, India, Europe and Israel. Recent transactions have included tax-incentive ground leases of state and municipal-owned properties, private-development projects on public lands, convertible capital leases, sale-leasebacks and ground lease financings (using conventional and synthetic lease structures).

Having represented publicly-traded companies, investment partnerships, real estate portfolio managers, and high net worth families through multiple economic cycles, he understands the importance of structuring each capital investment to enhance asset value with an eye towards maintaining long-term enterprise flexibility, by anticipating organizational changes, such as future expansion, ownership restructuring and changed operational requirements, as well as market adjustments. He works with asset managers, owners, and occupants of real estate assets, to identify opportunities to streamline management requirements across asset portfolios and to achieve transactional efficiencies through standardized agreements with contractors, brokers and other consultants in multiple markets.

### Practice Areas

- Business & Corporate Law
- Construction Law
- Real Estate

### Education

- University of Pennsylvania Law School (JD)
- Editor-in-Chief of the University of Pennsylvania Law Review
- US Naval Academy (BS)

### Noteworthy Experience

- 1,200,000 square foot office, warehouse and distribution facility build-to-suit lease in Ontario, California, for the world's leading video and e-commerce retailer, structured as an operating lease with tenant's option to convert the operating lease to a capital lease after minimum capital gains holding period, and subsequent conversion to capital lease.
- 28 acres of land in San Diego ground leased to U.S. subsidiary of an Irish pharmaceutical company for development of a 450,000-square foot regional headquarters, consisting of office, pharmaceutical R&D and manufacturing, with warehouse and distribution facilities.
- Over 6,000,000 square feet of build-to-suit corporate headquarters office and electronic R&D facilities under multiple leases on 225 acres of land in San Jose,

- California, involving a leading networking hardware company
- Represented the first developer of internet data centers in its acquisition, development and hosting agreements for multi-tenant colocation services involving approx. 50 data center facilities in the U.S., Canada and Europe.
- Represented multiple owners and developers of semiconductor fabrication facilities and in related financing of capital equipment to semiconductor manufacturers in the U.S., Japan and Singapore.
- Representation of multiple public and private companies in acquisition and disposition of real estate assets in corporate merger and acquisitions, and spin-offs of corporate subsidiaries.

### Professional Affiliations and Admissions

- San Diego Business Journal's SD500, Most Influential People in San Diego, 2020 - 2021
- San Diego Business Journal's Leaders in Law Award Winner – Real Estate, 2021
- San Diego Business Journal's Leaders in Law Award Finalist – Real Estate, 2020
- San Diego Magazine's Top Lawyers in San Diego® - Business & Construction, 2020 - 2021
- Martindale-Hubbell AV Preeminent® Rated
- Selected for The Best Lawyers in America® - Real Estate Law, 2013-2023
- San Diego Magazine's Top Lawyers in San Diego® 2019-2022
- Member of the California State Bar
- San Diego Super Lawyer (2013-2021)
- Featured in San Diego Business Journal's Book of Influential Business Leaders

### Publications & Lectures

- [\*"Anticipating Risks in Franchise Leases,"\*](#) Commercial Property Executive, October 19, 2022
- [\*"Understanding Unwritten Lease Terms,"\*](#) Commercial Property Executive, June 1, 2022
- [\*"Beware of Hidden Issues in Commercial Leases: Part II,"\*](#) Commercial Property Executive, November 3, 2021
- [\*"The Case for Post-Pandemic Flexibility in Commercial Leases,"\*](#) Commercial Property Executive, May 5, 2021
- Co-Author, [\*"Avoiding Surprise Tax Implications for Private Leasehold Interests,"\*](#) Commercial Property Executive, July 17, 2019.
- *"Whistling Past the Waste Site: Directors' and Officers' Personal Liability for Environmental Decisions and the Role of Liability Insurance Coverage"* University of Pennsylvania Law Review, Volume 140 (1991).