

Joshua T. Smith

Senior Associate

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JOSH KNOWS GREAT CLIENT SERVICE IS GROUNDED IN A FEW CORE VALUES – BEING ATTENTIVE, CREATIVE AND EFFICIENT. HE STRIVES FOR CLIENTS TO FEEL HE IS ALWAYS AVAILABLE TO THEM AND WILL WORK DILIGENTLY TO FIND AN ANSWER TO THEIR PRESENTING CHALLENGE.

Josh helps clients in a variety of industries with their corporate legal needs, from business formation to governance and ongoing operations. He represents parties to mergers and acquisitions, including in asset sales, corporate financings and equity transactions, as well as federal and state securities matters and periodic compliance and reporting matters.

A trusted legal advisor, Josh regularly assists companies with their ongoing legal needs, including negotiating, reviewing and drafting contracts and due diligence related to various business transactions; obtaining copyrights and trademarks for logos, software and other works; developing contracts for the sale of goods and supplier agreements; and other legal support required by thriving businesses.

Understanding both the great potential and possible risks associated with the air and space industries, Josh regularly develops materials explaining the rapidly evolving laws and regulations that impact commercial space ventures to assist clients with compliance in the highly regulated field of space law. He is currently an LL.M. student at the University of Mississippi studying Air & Space Law and has written on legal topics ranging from liability related to orbital debris to merger and acquisition issues within the industry.

While studying for his J.D., Josh served as a summer legal intern for the Dallas County District Attorney's Office and, later, as a judicial extern for The Honorable Amos L. Mazzant of the U.S. District Court for the Eastern District of Texas. During law school, he also worked in corporate legal departments for aerospace and technology companies and was the first student selected as a panelist at the American Bar Association Forum on Air and Space Law Update Conference in February 2017, further developing his interest in serving clients at the intersection of technology and the law.

Representative Experience

- Represented Texas-based virtual preventive care services provider in its sale to a publicly traded multinational telemedicine and virtual healthcare company headquartered in New York valued at \$70 million.
- Represented a Plano, Texas-based insurance company in its acquisition of a Garland, Texas-based insurer.
- Represented a Harlingen, Texas-based primary care provider in its \$10 million acquisition of a health organization based in Salt Lake City, Utah.
- Represented a Litchfield, Connecticut-based independent investment manager serving ultra-high-net-worth families, foundations, and trusts, in its recent sale to an Akron, Ohio-based wealth management firm.
- Represented Frisco-based ProStar Energy Solutions in its sale to Charlotte-based Crete United, a leading provider of energy efficiency and HVAC, electrical and other mechanical ("MEP") services.
- Represented semiconductor industry part supplier Plastronics in its sale to Smiths Group.
- Represented a leading, fully integrated provider of debt settlement services in the sale of 100 percent of its issued and outstanding membership interests, valued at \$175 million, to a private equity fund. The transaction's complexities included curing ownership issues, a pre-closing restructuring for tax purposes, rollover equity, intricate working capital formula, and representations and warranties insurance. The client's business is highly regulated, which created structure issues and extensive due diligence.
- Represented a tax consulting firm in its purchase of 100 percent of the issued and outstanding membership interest of its leading competitor, valued at \$75 million. The transaction involved a competitive auction bid process involving strategic and financial bidders and included issuance of a representations and warranties insurance policy, complex transaction bonus arrangements and an expedited closing.
- Handled the sale of substantially all of a rent-to-own franchisee's assets to the franchisor, valued at \$4 million.
- Represented a top distributor of vitamin and herbal supplements in the sale of all of its issued and outstanding equity interest, valued at \$23.5 million, of which approximately \$15 million was in the form of an earn out and tracking units tied to the performance of the company following the acquisition.
- Advised on and documented multiple transactions on behalf of a technology client in acquiring substantially all of the assets of its competitors, bolstering the client's SaaS platform in the oil and gas industry.

- Represented a healthcare client in the sale of 100 percent of its issued and outstanding equity interest, valued at \$29 million, while navigating complex healthcare industry regulations, including Medicare regulations, and maintaining the licenses and permits for continued operations after the sale.
- Represented a client in multiple asset acquisitions, each valued between \$1 and \$5 million and in various states, aimed at rapidly growing its footprint. Documentation included letters of intent, asset purchase agreements, and lease assignments and assumptions, as well as employment and independent contractor agreements, noncompete and nondisclosure agreements for key individuals.
- Handled a technology industry client's SaaS asset sale valued at more than \$20 million, including providing detailed analysis of multiple purchase price valuation techniques and full due-diligence review.
- Represented a local charcoal company in the sale of 100 percent of its issued and outstanding equity interest, valued at \$21 million.

Noteworthy

- Named to *The Best Lawyers in America*® "Ones to Watch" List, 2023–2025
- Selected by attorney peers for inclusion in *Texas Super Lawyers Rising Stars*®, Thomson Reuters, 2023–2024
- Currently attending University of Mississippi School of Law to obtain his LL.M. in Air & Space law

Activities and Memberships

- For All Moonkind Institute on Space Law and Ethics
 - Inaugural Fellow
- Texas Bar Association
 - Member
- Dallas Bar Association
 - Member of Science and Technology Law
- Dallas Association of Young Lawyers
 - Member
- National Space Society

- Member
- International Institute of Space Law
 - Member
- American Bar Association
 - Forum on Air & Space Law, Member

Publications

- "China says Elon Musk's Starlink is 'phenomenal,' but what is the real message?" *The Space Review*, co-author; January 3, 2022.
- "SATCON2 Policy Working Group Reports," co-author, presented to UN Committee for the Peaceful Uses of Outer Space, seeking to protect dark and quiet skies from interference by human activities; December 2021.
- *The Précis*, a quarterly publication by Michael J. Listner covering the most up-to-date legal and space industry news across the world, regular author/contributor; Fall 2017–Spring 2021.
- "A Litigator's Guide to the Galaxy: A Look at the Pragmatic Questions for Adjudicating Future Outer Space Disputes," *Vanderbilt Journal of Entertainment and Technology Law*, co-author; 2021.
- "Emerging Technologies Challenging Current Legal Paradigms," *Minnesota Journal of Law, Science & Technology*, co-author; 2018.
- "Suggestions on Orbital Debris's Peaceful Cleanup Through an International Orbital Debris Convention or Unilateral Actions," Update Conference Materials, ABA Forum on Air & Space Law; 2017.
- "The Future of Space Exploration: SpaceX's Petition for Inter Partes Review Against Blue Origin's Rocket-Landing Technology," *SMU Science and Technology Law Review*, author; 2016.

Presentations

- "New Regulations Impacting US Investment in Germany and the EU," Bell Nunnally CLE, co-presenter; October 5, 2023.
- "Emerging Space Issues," American Bar Association Forum on Air & Space Law Update Conference, panelist; February 2017.

Credentials

Education

- JD, Southern Methodist University Dedman School of Law
- Dual BA, Virginia Tech

Admissions

- Texas