

Teaming Agreements, Strategic Alliances, and Subcontracting

Wiley Government Contracts attorneys routinely counsel clients on issues relating to the formation of teaming agreements, joint ventures subcontracts, strategic alliances, and associate contractor relationships. Our attorneys analyze and draft agreements between and among government contractors, focusing on key issues such as due diligence, the protection of proprietary information, rights in data and intellectual property, funding and payment, antitrust implications and pitfalls, dispute resolution, and affiliation concerns for small businesses.

We have the capability and experience to assist contractors at the outset of a contracting arrangement to ensure that the risks associated with performance are identified and mitigated. Additionally, if a relationship sours or negotiations fail, we help our clients navigate the aftermath.

We advise clients regarding the legal form of joint ventures, taking into account the duties the venturers are willing to undertake to each other, the liabilities from which they wish to isolate other business operations, how they will share management responsibilities, and what restrictions they are willing to accept on their business operations outside the venture. We also assist clients in developing exit strategies from joint ventures and dispute resolution mechanisms that allow them to continue to perform the joint venture's contracts while resolving disputes.

Representative experience includes:

- Represented subcontractor in a dispute with a prime contractor over key terms of a multi-year, multi-million-dollar subcontract for the U.S. Air Force, including an injunctive action in Texas state court and extensive negotiations resulting in successful restructuring of the subcontract.
- Represented major information technology contractor in forming a joint venture with a large defense contractor to provide comprehensive network management and other professional services under a classified contract.
- Negotiated the termination of a long-term teaming agreement, including a settlement on behalf of a major shipbuilding client.
- Represented a Fortune 100 government contractor in the formation of a joint venture with two other contractors to perform a fuel services contract to support an air base located in the Middle East.

- Represented a large health insurance entity in the formation and financing of a joint venture with a medical services corporation in connection with the provision of services and support for the entity's service benefit plan under the Federal Employees Health Benefits Program (FEHB).
- Litigated a multi-million-dollar case in Texas state and federal courts concerning allegations of trade secret misappropriation, tortious interference, and breach of contract levied by a major defense contractor.
- Obtained injunctive relief in federal court enjoining use of proprietary information by a former teaming partner.
- Litigated a Virginia state court action involving allegations of improper employee "raiding," breach of a teaming agreement, and theft of trade secrets.
- Assisted a subcontractor in favorably resolving a dispute with its prime contractor over Service Level Agreement (SLA) penalties allegedly owed in connection with a major IT outsourcing contract.