BLACKBIRD FOR TRAINING

Master Fund Formation & Legal Structuring in 2 Weeks

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PARTNER



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Introduction

The private investment fund market has become increasingly complex, with evolving regulations, diverse fund structures, cross-border considerations, and higher expectations from institutional and sophisticated investors. Launching and managing a successful private fund requires more than basic legal knowledge. It requires a strong understanding of fund formation, legal structuring, regulatory compliance, governance, investor relations, taxation, and operational readiness.

This intensive 2-week Fund Formation and Legal Structuring course provides a practical roadmap for establishing private investment funds from initial concept to launch and ongoing management. The course covers private equity funds, venture capital funds, hedge funds, legal entity selection, jurisdictional considerations, fund documentation, capital raising, fund economics, investor negotiations, compliance obligations, governance frameworks, and emerging trends in the private funds market.

Participants will work through the full fund formation lifecycle, including structuring decisions, regulatory filings, drafting and reviewing key legal documents, managing investor commitments, addressing tax and cross-border issues, and building governance and operational controls. The program combines legal, strategic, and practical perspectives to support efficient fund structuring, stronger investor confidence, and long-term fund sustainability.

Course Objectives

By the end of this course, participants will be able to:



- Understand the legal and regulatory framework governing private investment funds.
- Analyze different private fund models, including private equity, venture capital, and hedge funds.
- Evaluate fund structure options across jurisdictions and legal entities.
- Manage the full fund formation process from concept to launch.
- Select appropriate onshore, offshore, master-feeder, parallel fund, and limited partnership structures.
- Assess tax-efficient structuring strategies and cross-border implications.
- Draft, review, and analyze key fund documents, including private placement memorandums, limited partnership agreements, subscription agreements, and side letters.
- Understand investment management agreements, advisory contracts, service provider agreements, and confidentiality documentation.
- Navigate capital raising regulations and institutional investor due diligence requirements.
- Structure fund economics, including management fees, carried interest, waterfalls, clawbacks, expense allocations, and fee offsets.
- Apply regulatory compliance requirements related to investment advisers, anti-money laundering, tax reporting, and sustainability-related disclosures.
- Strengthen fund governance, investor relations, conflict management, internal controls, and operational due diligence.
- Analyze advanced fund trends, including co-investments, secondary transactions, fund finance, and evolving investor expectations.

Course Outlines

Day 1: Introduction to Private Investment Funds

- Overview of private investment funds and their role in capital markets.
- Key differences between private equity, venture capital, and hedge fund models.
- Regulatory frameworks governing private funds across selected jurisdictions.
- Key stakeholders in the fund ecosystem, including sponsors, managers, investors, administrators, custodians, and legal advisers.
- Comparative analysis of fund structures and jurisdictional considerations.
- Practical discussion on selecting a fund model based on investment strategy and investor profile.

Day 2: Fund Formation Process

- Step-by-step process for launching a private investment fund.
- Defining the fund concept, investment strategy, target investors, and operating model.
- Selecting the appropriate legal entity and jurisdiction.
- Understanding regulatory filings, approvals, exemptions, and registration requirements.
- Managing formation timelines, budgets, legal advisers, administrators, auditors, and other service providers.
- Practical exercise on developing a fund formation checklist from concept to launch.



Day 3: Fund Structuring Techniques

- Limited partnership structures and their use in private fund formation.
- Alternative legal structures for private investment funds.
- Onshore and offshore structuring considerations.
- Master-feeder fund arrangements and parallel fund structures.
- Tax-efficient structuring strategies and cross-border implications.
- Case discussion on choosing a fund structure for investors from multiple jurisdictions.

Day 4: Key Legal Documents I

- Purpose and structure of the private placement memorandum.
- Drafting and analyzing disclosure sections, risk factors, investment strategy, and investor eligibility terms.
- Core provisions of limited partnership agreements.
- Subscription agreements and investor commitment mechanics.
- Negotiating and managing side letters with sophisticated investors.
- Practical workshop on reviewing selected clauses from fund offering documents.

Day 5: Key Legal Documents II

- Investment management agreements and advisory agreements.
- Service provider contracts with fund administrators, custodians, auditors, and consultants.
- Confidentiality agreements and non-disclosure obligations.
- Risk allocation, liability limitations, indemnities, and standard of care provisions.
- Alignment between legal documentation, governance structure, and operational responsibilities.
- Practical exercise on identifying legal and operational gaps in fund documentation.

Day 6: Capital Raising and Investor Relations

- Marketing rules and fundraising restrictions for private investment funds.
- Investor qualification, suitability, and onboarding considerations.
- Institutional investor due diligence requirements.
- Negotiation strategies with sophisticated investors.
- Ongoing reporting, disclosure obligations, and investor communication practices.
- Simulation on responding to investor due diligence questions during fundraising.

Day 7: Fund Terms and Economics

- Structuring management fees and carried interest.
- Waterfall models and profit distribution mechanisms.
- Clawback provisions and investor protection mechanisms.
- Expense allocations, fee offsets, and fund cost management.
- Valuation methodologies and performance reporting standards.
- Practical exercise on reviewing fund economics and identifying alignment issues.



Day 8: Regulatory Compliance

- Investment adviser registration and regulatory obligations.
- Anti-money laundering requirements and investor screening controls.
- Tax reporting considerations, including FATCA and CRS obligations.
- Compliance monitoring across multiple jurisdictions.
- Sustainability, ESG integration, and impact investing considerations in fund structures.
- Scenario analysis on managing a compliance issue during the fund lifecycle.

Day 9: Fund Governance and Operations

- Roles and responsibilities of the general partner, investment manager, and fund service providers.
- Advisory boards, investment committees, and governance committees.
- Managing conflicts of interest in fund operations and investment decisions.
- Operational due diligence and internal control frameworks.
- Governance reporting and escalation mechanisms.
- Practical exercise on designing a governance model for a private investment fund.

Day 10: Advanced Topics and Emerging Trends

- Co-investment structures and syndication models.
- Secondary transactions and general partner-led restructurings.
- Fund finance solutions, including subscription credit facilities.
- Emerging trends in investor expectations and fund transparency.
- Market developments affecting private fund structures and regulatory obligations.
- Integrated case study on structuring, documenting, launching, and governing a private investment fund.

Why Attend this Course: Wins & Losses!

- Gain a structured understanding of private investment fund formation from concept to launch.
- Build confidence in selecting suitable legal structures and jurisdictions.
- Strengthen the ability to draft, review, and analyze fund documentation.
- Improve knowledge of private equity, venture capital, and hedge fund structuring.
- Understand regulatory compliance requirements across fund formation and operations.
- Develop stronger skills in capital raising, investor onboarding, and institutional investor relations.
- Improve the ability to structure fund economics, including fees, carried interest, waterfalls, and clawbacks.
- Strengthen governance practices and reduce conflicts of interest.
- Improve coordination with legal advisers, fund administrators, auditors, and other service providers.
- Gain practical exposure through case studies, document workshops, negotiation simulations, and compliance scenarios.
- Support stronger investor confidence through better disclosure, governance, and reporting practices.
- Build practical readiness to support private fund launch, management, and long-term sustainability.



Conclusion

The Fund Formation and Legal Structuring for Private Investment Funds course provides a comprehensive practical framework for understanding how private investment funds are structured, documented, launched, and managed. It covers the full formation lifecycle, including fund models, legal entities, jurisdictional selection, regulatory requirements, tax considerations, key legal documents, investor relations, fund economics, governance, operations, and emerging market trends.

The program follows a clear 2-week sequence. It begins with the foundations of private investment funds and the fund formation process, then moves into structuring techniques and legal documentation. It then focuses on capital raising, investor relations, fund economics, regulatory compliance, governance, operations, and advanced fund topics. This structure allows participants to connect legal, strategic, operational, and investor-facing elements into one complete fund formation roadmap.

By the end of the course, participants will be better prepared to support the establishment and management of private investment funds with greater confidence and technical clarity. The course helps strengthen fund structuring efficiency, reduce legal and regulatory risk, improve investor communication, and support more robust governance standards within private fund operations.

