

## Corporate Finance

With one of the strongest benches of corporate finance attorneys in the Midwest, Stinson provides a broad range of corporate finance-related services to both private and publicly held companies and investment firms. We also routinely work with Wall Street investment banks and on the opposing side of Wall Street law firms.

Our significant transaction flow ensures that our attorneys, both partners and associates, have experience and training comparable to those of Wall Street firms. With 13 offices across the U.S., we are able to staff transactions in an efficient and cost-effective manner while providing sophisticated legal solutions.

### **PUBLIC COMPANIES, SECURITIES & CAPITAL MARKETS**

Our attorneys advise public companies on SEC compliance matters and capital markets transactions. We monitor our clients' strategic initiatives and goals, industry trends and the SEC filings of their competitors. As a result, legal advice is not given in a vacuum, but rather is delivered in a business- and industry-specific context and is focused on providing results and proactive problem-solving. [Learn more.](#)

### **GOVERNANCE, RISK & COMPLIANCE**

Our attorneys advise public companies in connection with key corporate governance matters, including threats from shareholder activists and takeover defense.

We assist clients in managing, identifying and prioritizing their legal, compliance and fraud risks in practical and effective ways. Attorneys work collaboratively with organizations to design, implement and assess programs to prevent, detect, remediate and mitigate violations of law or regulations, as well as misconduct that costs organizations money. We also develop enterprise-wide programs that cover the range of clients' legal and fraud risks, as well as specific programs that focus on particular legal requirements, such as antitrust, Foreign Corrupt Practices Act, government contracting, government ethics rules and regulations, privacy, records retention and information governance, immigration, intellectual property, health care fraud prevention, environmental, election law and campaign finance, occupational safety and securities law. [Learn more.](#)

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## INVESTMENT MANAGEMENT

Stinson attorneys counsel clients on a variety of complex and multifaceted investment management issues. We handle ERISA, tax, employment counseling, litigation and regulatory enforcement matters related to investment management. We also have significant experience representing clients in the acquisition of financial and professional services companies, and advising clients through the often delicate client retention and employee compensation and retention issues necessary to make such transactions successful. Additionally, we advise family offices on all aspects of their formation, operations, governance and compliance matters. [Learn more.](#)

## MERGERS & ACQUISITIONS

Our Mergers & Acquisitions team has decades of transactional experience representing key participants in M&A transactions. Stinson M&A attorneys can assist on any aspect of a transaction, including due diligence, negotiations, documentation, SEC compliance and other key deal phases. Our experience is extensive and we have represented clients, including Fortune 500 companies, in transactions of various sizes. [Learn more.](#)

## BUSINESS TAXATION

Stinson's Business Taxation practice provides a full array of federal, state and local tax services to public and private companies, nonprofit organizations, investment funds and joint ventures. [Learn more.](#)

## PRIVATE EQUITY

From representing clients in connection with multibillion-dollar acquisition and investment transactions to structuring complex tax-efficient investment vehicles, Stinson's Private Equity practice understands the nuances involved in complex private equity transactions across a wide range of industries. Our attorneys advise clients in connection with leveraged buyouts (LBOs), control and minority position investments, co-investments, acquisition-related debt financings and fund formation and compliance. We also serve as outside general counsel to private equity fund portfolio companies and advise institutional investors in connection with their investments in private equity funds, including negotiating side letter arrangements. [Learn more.](#)

## STRUCTURED FINANCE & SECURITIZATION

Stinson attorneys advise clients with respect to all issues that arise in structuring an asset securitizations transaction, including addressing securities, corporate, real estate, tax (REMIC, FASIT and debt) and ERISA law issues as well as related regulatory and compliance matters. Collectively, our attorneys have been involved in hundreds of securitizations total hundreds of billions of dollars. Our experience includes term securitizations, revolving asset-backed commercial paper conduit securitizations, and the

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securitization of residual interests as net-interest-margin securities. [Learn more.](#)

### VENTURE CAPITAL & EMERGING COMPANIES

Stinson's Venture Capital and Emerging Companies practice provides efficient and cost-effective legal representation of venture capital firms and other investors making strategic investments in emerging growth companies. Our attorneys have conducted hundreds of venture capital investment transactions, thus providing the insight needed to effectively address business drivers, trends, uncertainties and risks across a broad array of industries. While our attorneys have experience in multiple market sectors, we focus our efforts in the areas of manufacturing, animal health, health care and medical devices, bioscience technology, life science technology, nanotechnology, software and computer technology, and renewable energy. [Learn more.](#)

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Donta Dismuke

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Ian P. Herrera

Scot Hill

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David C. Jenson

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Ji Hyun (Jennifer) Kim

Hunter Kruse

Kim D. Larsen

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Molly J. Maurin

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Patrick J. Respeliers

David F. Rifkind

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Guy C. Smith

Kelly L. Stout

James S. Swenson

Zachary D. Taylor

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Kenda K. Tomes

Tessa R. Trelz

Marc R. Weintraub

John Willding

Karlee R. Williams

Tobias F. Ziegler

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## RELATED CAPABILITIES

Public Companies, Securities & Capital Markets

Governance, Risk & Compliance

Investment Management

Mergers & Acquisitions

Business Taxation

Private Equity

Venture Capital & Emerging Companies

Structured Finance & Securitization

## NEWS

Stinson Welcomes M&A Partner John Willding to Dallas Office, Bolstering Corporate Finance Bench  
05.14.2024

Colligan, Quinlivan Examine SCOTUS' Ruling in *Macquarie* and Provide Insight for Public Companies Going Forward  
05.06.2024

Stinson Attorneys Advise Highmount Capital in Strategic Partnership with Dude Perfect  
04.16.2024

Eric Mikkelson Analyzes FinCEN's Proposal to Extend AML Rules to Investment Advisers in *Bloomberg Law* Column  
04.12.2024

Bowling, Respeliars Recognized as Top M&A Attorneys by Missouri Lawyers Media  
04.10.2024

Quinlivan Provides Guidance for Boards to Consider Regarding AI in NACD Heartland's Insights Column  
03.28.2024

Jeetander Dulani Discusses Biden's Antitrust Policies, Diversity in Competition Law on The Legal 500 Podcast  
03.25.2024

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Stinson M&A Attorneys Analyze Delaware Court Ruling Invalidating Stockholder Agreement in *New York Law Journal*

03.18.2024

Stinson Attorneys Analyze CTA vs. NYLTA in *Bloomberg Law* as Federal Ruling Could Impact Similar State Laws

03.12.2024

Despite District Court Challenge, CTA Still Relevant, Zack Taylor Says in *Kansas City Business Journal* Article

03.11.2024

*Super Lawyers*' 2024 Colorado Lists Features Three Stinson Attorneys

03.01.2024

Zack Taylor Featured in *Minnesota Lawyer*'s Breaking the Ice Series

02.23.2024

Quinlivan Recognized by *Minnesota Lawyer* as a Top M&A Attorney

01.25.2024

Six Attorneys Elected to Partnership at Stinson in 2024

01.09.2024

Denver's Mile High Magazine Recognizes Bayles, Botts as Top Attorneys

01.04.2024

Stinson Welcomes its Fall Associates Class of 2023

11.29.2023

*Super Lawyers* Recognizes 29 from Stinson on Missouri and Kansas Top Lists

11.14.2023

Murdock Discusses Firm Growth, Future Plans with *Kansas City Business Journal*

11.06.2023

Jack Bowling Named to Inaugural *Legal 500* M&A Powerlist

11.03.2023

*Best Lawyers*® Recognizes Stinson in "Best Law Firms" Report

11.02.2023

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Radloff Selected to *Minnesota Lawyer's* Top Women in Law Award

10.31.2023

*Law360* Highlights Expansion of DC Office, Overall Firm Growth

10.23.2023

Stinson Attorneys Recognized in the 17th Edition of *Benchmark Litigation*

10.05.2023

*Law360* Highlights Myrin Joining the Firm in Dallas

09.29.2023

Cicala Examines Effects of Italy's Proposed Windfall Tax in *Law360* Article

09.28.2023

Stinson Adds to Dallas Real Estate Bench with Arrival of Marc Myrin

09.18.2023

Weintraub Opines on Florida's Changing M&A Market in *Daily Business Review* Article

09.06.2023

*Best Lawyers in America* Recognizes 32 Stinson Attorneys as "Ones to Watch"

08.17.2023

*Law360* Highlights Stinson's Corporate Finance Bench with News of Larsen and Ziegler Joining the Firm

08.01.2023

Stinson Real Estate and Finance Partner Talks South Florida CRE, Private Capital in *Daily Business Review*

08.01.2023

Stinson Adds Two Partners to Corporate Finance Bench in DC, NYC

07.12.2023

*Chambers USA 2023 Legal Guide* Recognizes Stinson Attorneys and Practice Groups

06.05.2023

Quinlivan Talks to *The Wall Street Journal* as New SEC Buyback-Disclosure Rule Incites Concerns, Questions

05.05.2023

Hart-Scott-Rodino Attorney Bill Kearney Joins Stinson in DC

05.05.2023

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CrossFirst to Acquire Canyon Community Bank, N.A., Further Expands in Arizona; Stinson Serves as Legal Counsel

04.25.2023

Stinson's Respeliers One of 30 Named to M&A POWER List in Missouri

04.12.2023

Three Denver Attorneys from Stinson Recognized by *Super Lawyers* in 2023 Top Lists

03.03.2023

Gillespie Elected to Partnership Two Years After Joining Stinson in Denver

02.22.2023

*Minnesota Lawyer* Recognizes Quinlivan on POWER 30: M&A List

01.26.2023

Eleven Attorneys Elected to Partnership at Stinson in 2023

01.05.2023

Missouri's 100 Most Powerful Attorneys Includes Stinson Partners

12.19.2022

Stinson Welcomes 17 Associates to the Firm

11.09.2022

*U.S. News, Best Lawyers*® Recognizes Stinson in "Best Law Firms" Report

11.03.2022

*WSJ's* Morning Risk Report Features Steve Quinlivan on New SEC Commissioners, Climate Disclosure Rule

06.22.2022

Cronin, Skytte Represent Vertical Works in Connection with First-Ever Taco Bell Defy

06.08.2022

The 2022 *Chambers* USA Guide Recognizes Stinson Attorneys and Practice Groups

06.02.2022

Steve Quinlivan Provides Commentary to *Law360's* Review of SEC Guidance on Ukraine Disclosures

05.05.2022

Charley Jensen, Clary Redd and Jay Simpson Named to Tax and Estate Planning "POWER LIST"

04.25.2022

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Ashley Arroyo, Andrew Gillespie Discuss Material and Labor Shortage Risks for Developers in *Colorado Real Estate Journal* Article

03.22.2022

Stinson Establishes Infrastructure Task Force to Support Clients

03.08.2022

Susan Warshaw Ebner, Steve Quinlivan Receive JD Supra 2022 Readers' Choice Awards

03.08.2022

Pat Konopka Talks to the *Kansas City Business Journal* About Federal #MeToo Bill

02.24.2022

Bernadette Sargeant, Emily Monroe Discuss #MeToo Bill in *Attorney at Law* Article

02.22.2022

Stinson Attorneys Discuss #MeToo Bill in *Law360* Article

02.17.2022

Leadership Council on Legal Diversity Selects Stinson Attorneys for 2022 Fellows and Pathfinder Program

02.17.2022

Steve Quinlivan Talks to *The Wall Street Journal* as Shareholder Voices Grow Louder with Help from SEC

02.11.2022

Stinson Recognized Among the Top National Law Firms in 2022 Best Law Firms Ranking

11.05.2021

Stinson Recognized for Middle Market Mergers at The Deal Awards

09.24.2021

Stinson Moves to New Office with Design Inspired by the Rockies

08.31.2021

Stinson Advises Two Harbors in \$260 Million Common Stock Offering

07.19.2021

Steve Quinlivan Quoted on SEC Proposal Rule in *Agenda* Article

07.14.2021

*Chambers* USA Recognizes Stinson Attorneys and Practice Groups Nationwide

05.25.2021

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Stephen Quinlivan Quoted on Rule 10b5-1 in *Agenda* Article

05.24.2021

Susan Warshaw Ebner, Steve Quinlivan Receive JD Supra 2021 Readers' Choice Awards

03.31.2021

Stinson Represents CZ Group in Acquisition of Colt Holding Company

02.18.2021

Stinson Advises BacklotCars, Inc. on Merger with Affiliate of KAR Global

02.01.2021

Stinson Serves as Legal Counsel on Major Alaskan Energy Acquisition

11.17.2020

Stinson Recognized Among Top National Firms in 2021 Best Law Firms Ranking

11.05.2020

Patrick Respeliere Discusses Structuring the Sale of a Business with *Ingram's*

09.17.2020

112 Stinson Attorneys Selected to the 2021 *Best Lawyers in America* List

08.20.2020

Partner Steve Quinlivan Quoted in *LAW360* on New SEC Rules

07.30.2020

Stinson Represents Stelco in Option to Acquire Interest in Mine

05.12.2020

Stinson Represents Bedford Technology in Sale to Tangent Technologies

05.06.2020

*Chambers USA* Recognizes Stinson Attorneys and Practice Groups Nationwide

04.29.2020

Steve Quinlivan Talks SEC Expectations on "Coping Through COVID" Podcast

04.21.2020

Stinson Adds Corporate and Technology Attorneys in St. Louis and Kansas City

01.22.2020

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Directors' Institute and 2024 Proxy Season Workshop

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GRC Roundtable - St. Louis

Generative AI Risk and Rewards

St. Louis Club, 10.11.2023

GRC Roundtable - Kansas City

Generative AI Risk and Rewards

Indian Hills Country Club, 10.10.2023

GRC Roundtable - Minneapolis

Generative AI Risk and Rewards

Interlachen Country Club, 10.04.2023

Antitrust Webinar

The Brave New World of Merger Enforcement

09.28.2023

2023 M&A Boot Camp

09.14.2023

Dealing with Activist Investors

08.16.2023

2023 Business Law Update

03.02.2023

Communicating with Your Audit Committee and Addressing Their Top Priorities - Minneapolis

GRC Roundtable Series

02.16.2023

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Communicating with Your Audit Committee and Addressing Their Top Priorities - St Louis

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Venture Capital Webinar

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Directors' Institute and 2023 Proxy Season Workshop

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2022 M&A Boot Camp

09.15.2022

Directors' Institute and 2022 Proxy Season Workshop

01.13.2022

M&A Boot Camp 2021

09.23.2021

Mid-Year SEC and Governance Update

07.15.2021

Environmental, Social & Corporate Governance - Where We Are and What's Next

06.22.2021

Dealing with Activist Investors

04.01.2021

2021 Business Law Update

03.04.2021

2021 Directors' Institute and Proxy Season

11.12.2020

Midwest GRC Roundtable

A Global Geopolitical Risk Discussion

09.15.2020

M&A Boot Camp

09.10.2020

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Public Company Hot Topics Webinar: Preparing the Second Quarter Form 10-Q in Light of COVID-19 and Associated Issues

07.07.2020

St. Louis Business Law Update

06.25.2020

Business Law Update - Minneapolis

Surly's Brewing Co., 02.27.2020

## PUBLICATIONS

FTC Bans Worker Non-Competes

04.24.2024

DOJ and FTC's Aggressive Antitrust Enforcement Agenda Set to Continue

04.23.2024

CFPB Hits Back on Trade Groups' Challenge to Small Business Lending Rule (Section 1071)

04.22.2024

SCOTUS: Pure Omissions Do Not Support Securities Fraud Claims Even If the Omissions Violate SEC Disclosure Requirements

04.12.2024

Update on CFPB Small Business Lending Data Collection Rule Under Section 1071

03.30.2024

Securities and Exchange Commission Finalizes Climate Disclosure Rules

03.08.2024

The Corporate Transparency Act Found Unconstitutional, Now What?

03.05.2024

FinCEN Proposes Expanding AML Rules to Investment Advisers

02.21.2024

HSR Act Threshold Update

01.24.2024

Immediate Deadlines May Loom For Employee Retention Credit Claims

01.22.2024

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FTC and DOJ Announce Final Merger Guidelines

12.20.2023

Gain from Goodwill Sale Subject to Minnesota Apportionment as Business Income

12.18.2023

Overview of New Reporting Requirements Under the Corporate Transparency Act

12.05.2023

1099-K Reporting: IRS Further Delays the Day of Reckoning

12.01.2023

1099-K Reporting: Is a Day of Reckoning Coming Soon?

11.07.2023

IRS Issues Interim Guidance on Specified Research or Experimental Expenditures

10.18.2023

SEC Enhances Regulation of Private Fund Advisers

09.08.2023

SEC Adopts Rules on Cybersecurity Risk Management, Strategy, Governance, and Incident Disclosure by Public Companies

07.27.2023

FTC and DOJ Propose Overhaul of Merger Guidelines

07.20.2023

FTC and DOJ Propose Overhaul of Merger Filings

06.28.2023

Colorado and Other States Join the Data Privacy Law Landscape - What You Need to Know

06.22.2023

SEC Adopts Amendments to Form PF for Private Equity Funds

05.15.2023

SEC Proposes Enhanced Safeguarding (Custody) Rule for Registered Investment Advisers

03.20.2023

Justice Department Updates Self-Disclosure Policy; Deputy AG Announces Further Requirements

03.02.2023

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NLRB Ruling Renders Routine Confidentiality and Non-Disparagement Provision Unlawful

02.23.2023

New Exemption for M&A Brokers from Federal Broker-Dealer Registration

02.10.2023

FTC Publishes Revised Hart-Scott-Rodino Notification Thresholds for 2023

01.30.2023

Employer Non-Compete Agreements Face Possible Ban by FTC

01.06.2023

SEC Approves Relaxed Pricing Limits for NYSE and NASDAQ Primary Direct Floor Listings

01.04.2023

Congress is Dramatically Increasing Merger Filing Fees for Largest Deals in 2023

01.03.2023

SEC Amendments to Rule 10b5-1

01.03.2023

Owners of a Corporation Pay the Corporation's Expenses; Can Such Expenses be Deducted by the Owners?

12.01.2022

FTC Announces Expanded Enforcement Authority

11.15.2022

SEC Staff Posts Conflicts of Interest Guidance for Broker-Dealers and Investment Advisers

08.30.2022

IRS Increases Standard Mileage Rates Starting July 1, 2022

06.16.2022

SEC Proposes New ESG Disclosures and Naming Rules for Investment Advisers and Funds

06.02.2022

SEC Proposes Public Company Cybersecurity Disclosure Rules

03.21.2022

U.S. Imposes Sweeping Sanctions and Export Controls on Russia in Response to Crisis in Ukraine

03.03.2022

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SEC Proposes New Rules for Private Investment Funds

02.16.2022

Senate Passes #MeToo Bill Allowing Employees to Bypass Arbitration

02.10.2022

NIIT Expansion Under Proposed Build Back Better Act Includes Subtle Tax Increase on Sales of Private Businesses

12.06.2021

Employee Retention Tax Credit Ended 2021 Q3

11.10.2021

IRS' Lukewarm Endorsement of LLCs as Section 501(c)(3) Organizations

11.08.2021

Update on Vaccine Requirements and Roll Out of the Path out of Pandemic Plan

10.15.2021

SEC Increases Qualified Client Threshold

08.04.2021

Sales and Use Taxes: Kansas and Missouri Move to Impose Collection Obligations on Marketplace Facilitators

07.09.2021

Supreme Court Holds Generic Nature of Statements Must Be Considered With Class Certification

06.23.2021

FTC, DOJ Temporarily Suspend Early Termination Reviews

02.04.2021

FTC Announces Annual HSR Premerger Notification Threshold

02.03.2021

IRS Extends Relief for Qualified Opportunity Funds

01.27.2021

IRS Issues Final Carried Interest Regulations

01.26.2021

Privacy 2021 - Preparing for the CPRA

01.22.2021

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SEC Modernizes Investment Adviser Marketing and Solicitation Rules

01.15.2021

IRS Reverses on Deductibility of Expenses Paid with PPP Loans

01.06.2021

SEC Amends Rules for MD&A and other Financial Disclosures

11.23.2020

SEC Harmonizes and Improves Exempt Offering Framework

11.04.2020

SEC Proposes Expanded Exemption for Finders

10.09.2020

Preliminary Planning for the 2021 Proxy Season

10.02.2020

SEC Modifies Shareholder Proposals Framework

09.28.2020

SEC Adopts Rule Amendments to Modernize Disclosures of Business, Legal Proceedings and Risk Factors

08.31.2020

SEC Expands Accredited Investor Definition

08.28.2020

IRS Releases Carried Interest Proposed Regulations

08.06.2020

SEC Adopts Final Rules Regarding Proxy Advisors

07.27.2020

SEC Updates COVID-19 Reporting Guidance

06.24.2020

New Form CRS to be Required from Investment Advisers and Broker-Dealers Next Week

06.24.2020

Private Equity Firm Proves Strategy was Entirely Fair

06.23.2020

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SEC Charges Company for Undisclosed Perquisites

06.22.2020

Shareholder Representative Provision Precludes Discovery From Selling Shareholders

06.12.2020

Chancery Discusses Privilege Waiver in Context of Asset Purchase

06.11.2020

The IRS Provides Relief for Qualified Opportunity Funds and Their Investors

06.10.2020

New Law Makes Major Changes to the Paycheck Protection Program

06.08.2020

SEC Simplifies Accounting Disclosures for "Significant" M&A Transactions

05.26.2020

NYSE Adopts Temporary Rule Modifying Shareholder Approval Requirements for Equity Issuances

05.18.2020

SEC Proposal Paves the Way for Contemporaneous 506(b)/506(c) Fund Raising Strategies

05.15.2020

Relief for Middle Market Companies: New Details on the Main Street Lending Program

05.12.2020

Nasdaq Provides Temporary Relief From Shareholder Approval Rules for Certain Securities Issuances

05.06.2020

PPP Updates: More Interim Final Rules, FAQs and Unanswered Questions from the SBA

05.01.2020

SBA Posts New Interim Final Rule on PPP

04.24.2020

Reconsidering PPP Eligibility – Should Public Companies and Financially Strong Borrowers Repay PPP Loans?

04.23.2020

REMIC Relief for COVID-19 Related Modifications and Forbearance

04.22.2020

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Keeping Track: Summary Chart of COVID-19 Federal Benefits and Programs for Businesses

04.20.2020

NYSE Waives Shareholder Approval Requirements in Response to COVID-19

04.17.2020

COVID-19 Relief for Middle Market Companies: The Federal Reserve's Main Street Lending Program under the CARES Act

04.14.2020

DoD Issues Class Deviation and Guidance to Implement CARES Act Relief for DoD Contractors under Section 3610

04.14.2020

Applying SBA's Affiliation Rules and Guidance to Private Equity and Venture Capital Portfolio Companies Seeking PPP Loans

04.09.2020

New Paycheck Protection Program FAQs Released

04.07.2020

SBA Issues New Guidance on Paycheck Protection Program

04.04.2020

Coronavirus Aid, Relief, and Economic Security (CARES) Act Signed into Law

03.31.2020

SEC Publishes Guidance on COVID-19 Disclosure and Securities Law Obligations

03.26.2020

The Director's Dilemma: An Overview of Director Fiduciary Duties when Insolvency Looms

03.26.2020

Impact of Coronavirus (COVID-19) on M&A and Private Equity

03.25.2020

Conducting Shareholder Annual Meetings Virtually in Reaction to the COVID-19 Coronavirus

03.22.2020

Delaware Supreme Court Finds Federal Forum Selection Provisions are Facially Valid

03.21.2020

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SEC Provides Temporary Relief to Investment Advisers From Forms ADV and PF Filing Deadlines

03.19.2020

SEC Amends Filer Definitions; Provides SOX 404(b) Relief for Certain SRCs

03.18.2020

Force Majeure and the Coronavirus (COVID-19)

03.12.2020

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