

# International

Stinson LLP provides a full range of international business counsel and representation, spanning transactional, commercial, regulatory, arbitration and litigation matters. This area is broad-based and characterized by ongoing change. Sensitivity to cultural issues and idiosyncrasies can also affect decisions in this area. Our attorneys provide their clients with informed counsel in order to assist clients in successfully navigating the world of international business.

Stinson's International team draws on their background, education, practical experience and cultural sophistication to provide effective representation for our clients in international areas. In addition, we are able to offer our clients access to reputable and competent counsel in other nations and oversight of foreign legal counsel on behalf of our clients.

## INTERNATIONAL TRANSACTIONAL EXPERIENCE

We advise clients on international mergers and acquisitions as well as divestitures. Our work in this area includes:

- Acting as international project counsel.
- Conducting due diligence.
- Drafting and negotiating asset and share purchase and sale agreements.
- Drafting and negotiating financing agreements to support third-party financings used to fund international mergers and acquisitions.
- Supervising local counsel.
- Assessing international trade regulatory aspects of a transaction.
- Assisting with legal issues connected with the investment ownership structure and capital flows.
- Assisting businesses with establishing joint venture operations overseas.
- Negotiating and drafting shareholder agreements and similar arrangements relating to their jointly-owned overseas investments.
- Assisting U.S. companies with the development, acquisition and financing of international infrastructure and real estate projects.

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## RELEVANT CLIENT EXPERIENCE

- Acted as international counsel in acquisition of Brazilian company.
- Advised U.S. company on its acquisition of a privately held London-based storage management company.
- Advised U.S. company on its acquisition of a business in Honduras.
- Advised U.S. company on international ownership structure for possible Latin American investment vehicle.
- Acted as project counsel to consortium comprising U.S., Japanese, U.K. and Mexican companies seeking to bid on and invest in infrastructure-related projects in Mexico.
- Advised client on establishment of structure for Chinese operations.
- Acted as project counsel on establishment of joint venture in India, associated with the development, ownership and operation of renewable energy projects.

## INTERNATIONAL FINANCIAL TRANSACTIONS

Our team has significant experience on complex international financial transactions, including:

- Representation of numerous multinational corporations that have entered into secured and unsecured credit agreements that touch many jurisdictions across the world.
- Advising clients on cross-border leveraged leases and international securities transactions.
- Advising clients on Regulation S securities offerings.
- Advising clients in connection with loan and loan guarantee and other programs available through multilateral lending and quasi-governmental institutions, including the Inter-American Development Bank, Asian Development Bank, African Development Bank, Overseas Private Investment Corporation and the International Finance Corporation.

## INTERNATIONAL COMMERCIAL & CORPORATE EXPERIENCE

We provide legal advice to our clients on a multitude of international commercial matters, including advice relating to:

- International distribution and sales agency agreements.
- International purchase and/or sales contracts pertaining to the purchase and/or sale of services, technology, equipment and other products.
- Strategic approaches to setting up international operations.
- Due diligence on foreign intellectual property assets.

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- Global programs for the protection and enforcement of key intellectual property rights.
- Cross-border intellectual property licensing matters and international licensing agreements.
- In addition, Stinson has a depth of experience in Latin America and Mexico pertaining to cross-border transactions, real estate and business matters, including:
  - Legal ramifications of development, acquisition, financing and construction of real estate developments.
  - Acquisition of beneficiary rights under real estate Mexican trusts concerning property located in the "restricted zone."
  - U.S. title insurance for properties and leases regarding property located in Mexico and Latin America.
  - Federal and state government regulatory compliance in Mexico.
  - Business organizations, maquiladoras and other related exports and imports incentive programs, and general corporate matters.
  - Development, construction, ownership and operation of infrastructure projects (e.g., power generation and water treatment projects) in various countries in Latin America.

## RELEVANT CLIENT EXPERIENCE

- Acted as international counsel for client seeking to establish operations in Brazil.
- Advised client on funding and teaming opportunities available from multilateral lending institutions and development assistance agencies for renewable energy equipment to be utilized in developing countries.
- Advised U.S. company in connection with RFP process for hardware, software and services in Australia.
- Worked with local counsel in multiple jurisdictions (China, France and the U.K.) to devise template for international sales agency agreement.
- Developed template for international distribution agreement for use in European region for sales and resale of certain equipment for use in renewable energy projects.
- Drafted and negotiated international distribution agreement for sales and resale of certain medical equipment in Italy.
- Advised client in connection with establishment of operations in the Netherlands.
- Assisted clients in changing their international corporate organizational structures to eliminate redundant and tax inefficient domestic and foreign subsidiaries.
- Advised power project developer on U.S. tax issues involving investments in Puerto Rico.

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- Advised manufacturer of solar power equipment on key issues associated with international contract manufacturing arrangements, international strategic alliances and international technology and intellectual property licensing matters.
- Worked on legal issues associated with acquisition, development, construction, ownership and operation of energy projects in Puerto Rico, Trinidad and Tobago, the Dominican Republic, Mexico, Costa Rica, Panama, Colombia, Peru, Bolivia, Chile, Argentina and Brazil.

### INTERNATIONAL TRADE

Our attorneys advise clients on a wide variety of import/export regulatory matters. We have appeared or participated in regulatory activities before the U.S. Department of Commerce, U.S. Customs and Border Protection, the U.S. Department of State, the U.S. Department of the Treasury, the U.S. International Trade Commission (ITC), the U.S. Department of Homeland Security, the Office of the United States Trade Representative and other federal agencies involved with the regulation of imports and exports. Our attorneys also have appeared before the U.S. Court of International Trade and the U.S. Court of Appeals for the Federal Circuit in various international trade-related actions. When highly specialized expertise is needed on an international trade matter, we tap an extensive network of experienced trade consultants. Our representation covers:

- Customs and tariff issues, including: U.S. customs classifications, Harmonized Tariff Schedule of the U.S. (HTSUS), customs valuation, country-of-origin marking issues, section 232 and 301 tariff exclusion requests, import restrictions, ruling requests, protests, focused assessments, internal reviews, customs penalties and prior disclosures, seizure and forfeiture issues, and foreign import requirements
- Export control and U.S. export compliance under the Export Administration Regulations (EAR) and the International Traffic in Arms Regulations (ITAR), including: export licensing, commodity jurisdictions, technology control plans, encryption items, deemed exports, Form I-129 compliance, technology transfers, trade embargoes, denied party screening, voluntary disclosures, and anti-boycott laws and regulations
- Sanctions-related matters regulated by the U.S. Department of Treasury's Office of Foreign Assets Control (OFAC), including programs on Iran, Russia, Venezuela and Cuba
- Anti-bribery matters under the U.S. Foreign Corrupt Practices Act (FCPA), including internal reviews, compliance programs, training, third party vetting and voluntary self-reports
- Acquisitions by foreign persons of U.S. businesses reviewed for national security by the Committee on Foreign Investment in the United States (CFIUS)
- Anti-money laundering compliance
- Unfair trade remedy actions, including unfair trade actions under Section 337 of the Tariff Act of 1930

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- Antidumping and countervailing duty investigations
- U.S. trade preference programs, including: Generalized System of Preferences (GSP), ITC proceedings, NAFTA/USMCA, Duty Drawback, Foreign Trade Zones (FTZs) and U.S. Goods Returned
- Contract review and negotiation, including import-export compliance provisions and INCOTERMS
- Trade compliance training tailored to specific needs

### RELEVANT CLIENT EXPERIENCE

- Advised various clients on creation of international trade compliance programs, including customs, export control, anti-boycott, FCPA and sanctions-related matters
- Advised clients on matters relating to the antibribery provisions under the FCPA
- Assisted client with assessment of potential applicability of the defense trade controls under the ITAR to its exports, including implications of requesting commodity jurisdiction ruling and/or voluntary disclosure
- Advised various clients on legal framework of export control regimes, including applicability to re-exports and deemed exports
- Provided advice pertaining to reporting and other regulatory requirements with respect to inbound and outbound foreign investment, including notification requirements connected with the Exon Florio Amendment and reporting requirements under the International Investment and Trade in Services Survey Act and the Foreign Trade Regulations of the Bureau of the Census
- Advised client on customs matters pertaining to importations under the North American Free Trade Agreement
- Advised client on matters related to pre-initiation stage of unfair trade practice investigation before the ITC
- Assisted with assessment of U.S. export control and sanctions regulations affecting certain U.S. and Canadian agricultural exports to Cuba
- Advised client with issues connected with the Iran sanctions regime administered by OFAC
- Advised client on issues associated with anti-money laundering laws in relation to inbound foreign investment
- Advised U.S. solar module manufacturer on various issues connected with antidumping and countervailing duty proceedings against solar panels from China

# International

## INTERNATIONAL ARBITRATION & LITIGATION EXPERIENCE

We conduct and advise clients on international arbitration and other international dispute resolution proceedings connected with our clients' international business operations. Our work in this area includes:

- Serving as lead counsel in international commercial and investment treaty arbitration, as well as mediation
- Enforcing foreign judgments and arbitral awards in state and federal courts
- Managing litigation to enforce international arbitral awards and foreign judgments in foreign jurisdictions
- Serving as arbitrators and mediators
- Selecting and supervising foreign legal counsel
- Member Advisory Board, Institute for Transnational Arbitration

## FOREIGN BUSINESSES & INDIVIDUALS

Our team routinely provides general legal representation of foreign businesses and individuals doing or contemplating doing business in the United States. This representation encompasses a variety of practice areas, depending on the client's needs and includes legal work associated with business-related immigration, such as:

- Employment eligibility for non-permanent residents, including: visitors for business/for pleasure and "working" visas
- Permanent residents ("green card" holders), including: family relationships, asylum and employment-related labor certification (Department of Labor) and exemption from labor certification
- Employment eligibility verification and audits

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## TEAM

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## International

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Zachary D. Taylor

Eric Whytsell

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### RELATED CAPABILITIES

Immigration

### LANGUAGE CAPABILITIES

Stinson attorneys offer capabilities in a variety of major languages. This offers our clients the unique ability to better understand the cultural context which can affect the efficiency and effectiveness of the course of action. We have attorneys fluent in the following languages:

- German
- Japanese
- Spanish
- French
- Mandarin Chinese
- Portuguese
- Russian
- Cambodian (Khmer)
- Korean
- Italian

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# International

## NEWS

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

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

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

09.28.2023

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

08.01.2023

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

07.12.2023

Manzanares Provides Year-in-Review International Trade Law Update in *Texas Bar Journal* Article

12.07.2022

Hispanic National Bar Association Honors Manzanares with Regional President of the Year Award

09.01.2022

Stinson Establishes Infrastructure Task Force to Support Clients

03.08.2022

International Trade Commission Makes Affirmative Finding of Material Injury in Support of Stinson client Bedford Industries, Inc.

03.24.2021

Roy Goldberg Discusses Boeing's DOJ Settlement with the *Wall Street Journal*

01.15.2021

Elsa Manzanares Publishes International Trade Law Update in the *Texas Bar Journal*

01.13.2021

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Elsa Manzanares Named a Top Latino Lawyer by *Latino Leaders*

12.30.2020

Stinson Receives Successful Preliminary Commerce Department Ruling for Client in Twist Tie Case

11.30.2020

Roy Goldberg Quoted in *Wall Street Journal* Article on Challenges to Currency Manipulation and Other Unfair Trade Practices by China

10.14.2020

Stinson Establishes Coronavirus Task Force to Support Clients

03.12.2020

### EVENTS

Business Law Update - Minneapolis

Surly's Brewing Co., 02.27.2020

### PUBLICATIONS

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

03.03.2022

Vaccination Requirements to Enter the U.S.

10.27.2021

EU Authority Publishes New Standard Contractual Clauses

06.15.2021

Ten Things to Know About Successful Antidumping and Countervailing Duty Cases

03.29.2021

U.S. Importers Can Postpone Duty Payments for 90 Days, But Relief Limited

04.24.2020

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