

## Private Business

Stinson attorneys are keenly aware of the varying challenges associated with all stages of privately-held and family businesses—from the cost concerns of start-ups to the complex legal needs of mature companies. We are driven to develop and implement creative business solutions which balance a company's objectives, goals and concerns. Our attorneys pride themselves on being business people who happen to have law degrees and who take a businesslike approach to each client's objectives and challenges.

We take pride in the long-term working relationships that our attorneys have formed with emerging businesses across the country as well as some of the largest privately-held companies in the U.S. Our attorneys often function as outside general counsel to their clients' businesses, having become trusted advisors to companies and their executives throughout the life cycle of the company.

### CAPABILITIES

#### FORMATION, FINANCING, GROWTH & TAX PLANNING

- Determining the most advantageous ways to set up your company and your relationships with other owners.
- Organization of business entities such as corporations, limited liability companies, partnerships, family-limited partnerships and joint ventures.
- Identifying the best methods to obtain financing for your business, including private placements, IPOs and leveraged recapitalizations.
- Raising capital through issuance of equity and/or loan transactions.
- Helping you grow your company and achieve business goals through new distribution arrangements, licensing, development, joint ventures, franchises, strategic alliances and mergers and acquisitions.
- Advice on all relevant federal, state and local tax consequences.

#### BUSINESS SUCCESSION & ESTATE PLANNING

- Determining the best ways to preserve or transition your business to future generations.
- Assisting clients to assess and diminish the impact of estate and gift taxes.

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## BUSINESS OWNERSHIP DISPUTES

- Start with an assessment of business strategy and then evaluate opportunities for dispute resolution.
- Use an array of negotiation styles, including lawyer-to-lawyer, mediation and family counseling to define root of business conflict and to craft optimum solutions.

## MERGERS AND ACQUISITIONS

- Handling mergers, stock purchases, asset purchases, exchange offers, tender offers, restructurings, project financings, cross-border transactions, hostile bids, bankruptcy transactions, going private transactions, private equity transactions, and divestitures and spin-offs.
- Assisting with the sale of family- and management-owned businesses when their owners desire to retire or move on. We help our clients prepare for the sale, engage investment bankers and document the transaction. Where a sale is not the optimal solution, we also help our clients implement other succession plans.

## COMPLIANCE

- Helping you comply with myriad legal and regulatory issues, including employee issues and product regulation.

## LABOR AND EMPLOYMENT

- Establishing methods to help you attract and retain key employees through stock options, executive compensation, compensation and retirement plans, and benefits.
- Assisting with labor disputes, as well as issues involving ADA, COBRA, ERISA and Family and Medical Leave Act.

## INTELLECTUAL PROPERTY

- Protecting your intellectual property—trademarks, copyrights, patents and other company assets—through non-compete, trade secret and proprietary rights agreements.

## REAL ESTATE TRANSACTION

- Sale, leasing, development, tax incentives programs, liabilities, environmental issues and contractual obligations.

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## SERVICES

Stinson offers a variety of individualized services tailored to specific business needs. The firm's various alternative fee arrangements serve clients of all sizes, with two individualized plans especially for our private business clients. Our First Counsel® program is designed to help new enterprises position themselves for success and business growth in the earliest stages of development. Our Core Counsel® initiative provides more mature businesses with access to a broad range of legal services, customized client assistance and unlimited telephone consultation at a predetermined fee.

## INDUSTRIES

### Auto & Truck Dealership

Stinson's Auto & Truck Dealership practice is well versed in the unique needs and challenges of the auto and truck industry and its member dealerships. We represent numerous auto and truck dealerships throughout the country, and regularly engage with auto and truck manufacturers and the financing companies that serve the industry on behalf of our dealership clients. [Learn More.](#)

### Franchise & Distribution

The Franchise and Distribution practice brings together attorneys with significant experience in franchising, distribution law, intellectual property, general corporate law and litigation. We understand the complex array of regulatory and rights-related issues facing franchisors, franchisees, manufacturers, suppliers and distributors. [Learn More.](#)

### Entertainment & Media

We help our clients develop, grow, protect and monetize their creative works. We represent actors, recording artists, music producers, authors, songwriters, producers, fashion designers, digital and print content creators, illustrators and graphic designers, managers, athletes, influencers, and celebrities in all matters related to their creative and professional needs including endorsement and sponsorship deals, contract negotiations, estate planning, entity creation (profit, non-profit or public benefit), intellectual property protection, and rights of publicity and privacy. [Learn More.](#)

### Sports & Recreation

Stinson attorneys combine the legal skills to serve the business needs of sports and recreation clients with a deep knowledge and appreciation of all facets of the industry. We assist our clients in an array of matters pertaining to business operations, business structure, employment, finance, acquisitions and sales, real estate, development of stadiums and arenas, intellectual property and litigation. Our clients include franchises and leagues, executives and athletes, real estate groups, business owners, franchisees and

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recreation companies. [Learn More.](#)

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### TEAM

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Scott R. Erickson

David Ezrilov

Timothy J. Feathers

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Barry L. Haith

Laura Halferty

Mark Hargrave

Scot Hill

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Robert C. Hunter

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David C. Jenson

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Steven M. Rubin

Selena Samale

Brad A. Sandler

Justin J. Seitz

John Sinclair

Kent V. Stallard

James J. Sticha

Shane Swanson

Zachary D. Taylor

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Tessa R. Trelz

John A. Vetter

Marc R. Weintraub

Fangyu (Fiona) Ye

Tobias F. Ziegler

### RELATED CAPABILITIES

Business Ownership Disputes

Entertainment & Media

Auto & Truck Dealership

Franchise & Distribution

Mergers & Acquisitions

Sports & Recreation

Native American Law & Tribal Governance

### NEWS

Private Equity, Corporate M&A Attorney Ethan Mark Returns to Stinson in Minneapolis

04.04.2024

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

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Tampa Attorney Highlights Stinson's Focus on Associate Professional Development in *Daily Business Review* Column

02.29.2024

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

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

Halferty Selected to *Finance & Commerce's* Top Women in Finance Award

11.22.2023

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

11.06.2023

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

10.23.2023

*Law360* Highlights Myrin Joining the Firm in Dallas

09.29.2023

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

*Law360* Highlights Ye's Lateral Move to Stinson in DC

07.17.2023

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Stinson Welcomes Fangyu (Fiona) Ye as Of Counsel Attorney, Continues to Grow DC Headcount  
07.06.2023

Quinlivan Talks to *The Wall Street Journal* as New SEC Buyback-Disclosure Rule Incites Concerns, Questions  
05.05.2023

Stinson's Michael Kaplan Recognized in *St. Louis Small Business Monthly's* "Top 100" Edition  
04.03.2023

Three Denver Attorneys from Stinson Recognized by *Super Lawyers* in 2023 Top Lists  
03.03.2023

Kaplan Recognized by *St. Louis Small Business Monthly* on 2023 "Best M&A Providers" List  
03.01.2023

Gillespie Elected to Partnership Two Years After Joining Stinson in Denver  
02.22.2023

Schroeder Details How the FTC Ban on Non-Competes Impact Trade Secret Protection in *IPWatchdog* Column  
02.17.2023

Molins, Sanders Discuss Tax Implications of NIL Collectives as Nonprofits in *Forbes* Article  
01.31.2023

*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

Stinson Welcomes 17 Associates to the Firm  
11.09.2022

*Best Lawyers in America*® Recognizes 29 Stinson Attorneys as "Ones to Watch"  
08.18.2022

WSJ's Morning Risk Report Features Steve Quinlivan on New SEC Commissioners, Climate Disclosure Rule  
06.22.2022

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

06.08.2022

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

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

03.22.2022

Stinson Attorneys Named to 2022 Colorado *Super Lawyers* and Rising Stars

03.10.2022

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

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

02.11.2022

## PUBLICATIONS

FTC Bans Worker Non-Competes

04.24.2024

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

04.22.2024

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

03.30.2024

The Corporate Transparency Act Found Unconstitutional, Now What?

03.05.2024

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First of its Kind Privacy Law Signals Fundamental Shift in Protection of Consumer Health Data

02.15.2024

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

FTC and DOJ Propose Overhaul of Merger Guidelines

07.20.2023

Update: HF100, the Legalization of Adult-Use Cannabis in Minnesota

07.11.2023

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

06.22.2023

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

03.20.2023

Employer Non-Compete Agreements Face Possible Ban by FTC

01.06.2023

EPA Issues Guidance Pushing States to use NDPEs Permits to Reduce PFAS Discharges

12.13.2022

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

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

06.02.2022

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

03.03.2022

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

Biometrics in the Ballpark - How Teams and Leagues Can Mitigate Data Collection Risk

05.05.2021

The First Circuit Rules that the Wire Act Applies to Sports Betting Only

05.05.2021

Morality Clauses in Contracts are Escape Hatches for Streaming Sponsors

05.05.2021

FTC, DOJ Temporarily Suspend Early Termination Reviews

02.04.2021

Paycheck Protection Program - What Has Changed?

02.03.2021

FTC Announces Annual HSR Premerger Notification Threshold

02.03.2021

IRS Issues Final Carried Interest Regulations

01.26.2021

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Privacy 2021 - Preparing for the CPRA

01.22.2021

IRS Reverses on Deductibility of Expenses Paid with PPP Loans

01.06.2021

What's Loot Got to do With It?

11.11.2020

Best Practices and Lessons Learned for Employers as Pandemic Continues into Fall

10.01.2020

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

06.24.2020

New Law Makes Major Changes to the Paycheck Protection Program

06.08.2020

Insurance Coverage for Protest-Related Property Damage & Civil Closure Orders

06.04.2020

PPP Forgiveness Application Certification May Lead to Enforcement Headaches

05.19.2020

Insights from the New PPP Loan Forgiveness Application and Best Practices for Borrowers Seeking to Maximize Loan Forgiveness

05.18.2020

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

05.15.2020

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

05.01.2020

Return-to-Work Best Practices During the COVID-19 Pandemic

04.30.2020

Supreme Court Confirms Trademark Defendants' Profits are in Play Even Without Willfulness Showing

04.24.2020

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

04.20.2020

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

04.14.2020

You Got Your PPP Loan, Now What?

04.13.2020

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

Small and Mid-Sized Businesses Must Be Cognizant of the Requirements that Accompany CARES Act Relief

03.30.2020

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

03.25.2020

SECURE Act Impact on Estate Planning

03.04.2020

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