

## Carl Seldin Koerner

Counsel

New York, NY

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Carl's ability to express even the most complex legal issues in a clear, concise, business context enables clients to effectively evaluate risk and make informed business decisions.

### OVERVIEW

Carl Koerner has almost 50 years of experience as a business attorney in New York, giving him a thorough and comprehensive understanding of the everyday challenges faced by business leaders whether in sales and marketing, manufacturing, service delivery, regulatory compliance or customer satisfaction.

Throughout his career Carl has advised entrepreneurs at the earliest stages of business formation, through proof of concept, expansion and value realization. His ability to express even the most complex legal issues in a clear, concise, business context enables clients to effectively evaluate risk and make informed business decisions.

Carl has also advised clients in debt and equity financing through public offerings and private placement transactions, various lending transactions including credit securitizations, corporate governance, SEC regulatory compliance, acquisitions, mergers and sales.

For almost 20 years Carl was also a partner in Koerner Kronenfeld Partners LLC, of New York City, a strategic planning and implementation consulting firm. The firm advised leaders in the business, not-for-profit and government sectors regarding the creation and implementation of strategic plans for personal and organizational development. Clients of the firm include leaders in Fortune 500 companies, government, medicine, media and the arts.

Carl is a member of the New York State Bar Association and former chair of the Committee of Law Office Economics and Management.

### PRACTICES

Corporate and Securities

International

### BAR AND COURT ADMISSIONS

New York

### EDUCATION

Brooklyn Law School, JD, 1975

Union College, BS, 1971

### MEMBERSHIPS

New York State Bar Association

## RECOGNITION AND INVOLVEMENT

Carl is AV® rated by the Martindale-Hubbell peer review rating system.

Carl serves, and has served, as an officer and director of publicly traded and privately owned business entities, charitable and community service organizations. He is a member of the board of the Queens Library, where he has served as chair, and is a director of the Queens Library Foundation where he has served as president. Carl is a board member of the Forest Hills Jewish Center where he previously served as president, vice-president, secretary and treasurer. He is also a member of the Jewish Theological Seminary Religious Leadership Advisory Board, former director of the Forest Hills Gardens Corporation and governor of the West Side Tennis Club.

## REPRESENTATIVE MATTERS

White and Williams Team Completes Complex Sale Leaseback of Seven Properties  
4.15.21

White and Williams Represents Litigation Loan Servicing Company in \$9 Million Litigation Lien Portfolio Acquisition  
6.5.19

Represented a litigation loan servicing company in its acquisition of a \$9 million litigation lien portfolio from a registered investment fund

Represented a retail merchant in a sale to private equity investors, initial public offering, going private transaction and \$100 million registered bond offering

Represented founders of water treatment and conservation technology company

Represented hundreds of investors in the roll up and liquidation of a dairy cow tax shelter; successfully mitigated a \$14 million recourse exposure and negotiated a national settlement for all investors with the IRS on favorable terms

Provided compliance oversight for national retail business regulated at the federal level and in over 40 states where it conducted business regarding consumer finance, sales practices, agriculture and markets regulation; created compliant sales documentation, monitored in house oversight practices and addressed inquiries and complaints from attorneys general and other regulators

Represented corporate management in litigated dispute with dismissed chairman and shareholder

Represented a sports marketing company and its founders in a sale to private equity investors

Represented a printed products manufacturer and its founder in a sale to a public company

Represented a garment components supplier and its founder in the sale of its U.S. and Hong Kong affiliates to foreign investors

Represented company founding shareholder in litigated dispute seeking company control

Represented a human resources consulting firm in its initial public offering and subsequent sale via merger

Represented a public electronic components manufacturer in its sale through tax free exchange with another public entity

Represented a public bottle closure manufacturer in its sale through tax free exchange with another public entity

Represented a China outsource manufacturing company in its initial public offering

Represented U.S. distributor of agricultural products in its cross borders transaction with Israeli manufacturers and suppliers

Represented German national in banking dispute with U.S. based national bank

Represented Italian national in investment dispute with U.S. based fund manager

Represented mezzanine lenders in multi-billion dollar real estate work out in New York City

Represented buying group in the purchase out of bankruptcy of a technology business

## IN THE NEWS

Carl Koerner Elected Chair of Queens Library's Board of Trustees  
2.13.15

## PUBLICATIONS

Delaware Passes Senate Bill 21, Altering the Balance Between Shareholders and Corporations  
3.28.25

Public Benefit Corporations and the ESG Movement  
*Taking Care of Business*, 9.23.20

The CARES Act Paycheck Protection Program: Special Considerations For Not-for-Profit Organizations  
*Corporate and Securities Alert*, 4.2.20

Liquidity in Today's Economy  
*Taking Care of Business*, 2.10.20

Culture Shock: When Two Culturally-Different Enterprises Combine  
*Taking Care of Business*, 11.12.19

Designing Tax Efficient Business Transactions  
*Taking Care of Business*, 6.17.19

Batten Down the Boilerplate: Drafting Your Contracts in Uncertain Times  
*Taking Care of Business*, 5.23.18

A Disruptive Resolution for the New Year  
*Taking Care of Business*, 1.5.18