Overview

Dykema’s corporate finance attorneys provide general business advice and corporate legal services to both domestic and foreign entities that are privately and publicly owned.

We counsel clients in the full range of corporate finance matters, including:

- **Corporate Governance**—We represent boards and board committees on a wide spectrum of fiduciary duty and governance-related matters, including those arising as a result of the enactment of the Sarbanes-Oxley Act.

- **Privacy, Data Security and E-Commerce**—We represent vendors and users of information technology, including computer software, website and internet services, in licensing, development, IP protection and related matters.

- **Infrastructure and Project Finance**—We guide clients such as infrastructure equity funds, lenders, municipalities and other financing authorities, and private and public entities, in the acquisition, development, finance, and operation of a variety of infrastructure assets including tunnels, offsite airport parking lots, hospitals, power plants and transmission and distribution grids.

- **Investment Management**—We represent participants in the investment management industry, including investment companies, insurance companies, investment advisers and broker-dealers, in complying with the provisions of the Investment Company Act of 1940, the Investment Advisers Act of 1940 and other regulatory provisions.

- **Mergers and Acquisitions**—We represent both public and private companies in domestic and cross-border transactions involving a broad spectrum of deal structures, including mergers, asset purchases, joint ventures, tender offers, proxy contests and divisional sales, using an integrated cross-disciplinary approach supported by attorneys in other practice groups who specialize in M&A transactions.

- **Public Finance**—We represent state, local and other governmental entities, as well as for profit and nonprofit businesses, in virtually every governmental purpose and private activity bond financing vehicle at the state and local levels, with experience in the myriad federal tax and securities law aspects of bond issues.

- **Securities**—We represent more than twenty publicly held companies in SEC and SRO compliance and practice matters, as well as issuers, underwriters, selling agents and investors in significant public and private securities issuance transactions of all types, including equity, debt, trust preferred, Rule 144A, and strategic investment transactions, tender offers, recapitalizations and reorganizations, exchange offers and going private transactions.

- **Structured Finance and Securitizations**—We represent issuers, underwriters, special purpose entities, and servicers in all phases of public and private issuances of asset-backed and mortgage-backed securities.
• **Private Equity and Venture Capital**—We represent both companies seeking financing and financing sources, in all facets of capital raising, including seed and angel, mezzanine, venture capital and other equity financings, as well as leveraged acquisitions and recapitalizations.

**Publications**

"Representations & Warranties Insurance and Why Business Acquisition Parties Should Consider It"  
April 30, 2019  
*Insurance Coverage Law Report*

"Speaking from Experience: Setting Yourself Up for a Successful Dental Practice Acquisition"  
February 4, 2019  
*DSO News*

"4 Takeaways From Sunny 2019 M&A Forecast"  
January 11, 2019  
*Law360*

"Best Practices for Sellers in the Evolving DSO Marketplace"  
January 7, 2019  
*DSO News*

"Representations & Warranties Insurance: The New Frontier in Private Deal Making"  
Fall 2018  
*Association of Corporate Counsel - South/Central Texas*

"Positioning Your Business For A Successful Sale"  
March 28, 2018  
*California CEO Magazine*

"Perspectives: Secured Creditors," Chapter Co-Author  
2018  
*Strategic Alternatives For And Against Distressed Businesses*, Thomson Reuters

"Mobile Wallets/Mobile Payments and Peer-to-Peer Payments," Chapter 4  
January 2018  
*Electronic Payment Systems: Law and Emerging Technologies*

2017 Mergers & Acquisitions Outlook Survey

"Permissibility of E-Shares Under Michigan Law"  
Fall 2017  
*Michigan Business Law Journal*

“Changes In Transportation Are Poised To Transform Commercial Real Estate”  
July 24, 2017  
*Commercial Investment Real Estate*

"Feds Don’t Need New Powers Over Self-Driving Cars"  
February 20, 2017  
*Crain's Automotive News*

"International Distribution Relationships: Commercial and Legal Perspectives”  
February 18, 2017  
*Texas CEO Magazine*

"EU-U.S. Privacy Shield – Recent Challenges: Impact on the U.S. and What Businesses Need to Know"  
December 29, 2016  
*World Data Protection Report*

"Beware of Expired Contracts"  
December 2016
"Looking Ahead to the US FinTech Regulatory Landscape for 2017"
December 2016
Payments & Fintech Lawyer

2016 Mergers & Acquisitions Outlook Survey
October 24, 2016

"BNA Insights: OCC Takes the Lead in Regulating Fintech"
August 1, 2016
Bloomberg BNA's Banking Report

"Understanding the autonomous vehicle industry is a complex dance"
July 10, 2016
Crain's Detroit Business

"The US OCC holds forum on innovation in banking system"
July 6, 2016
E-Finance & Payments Law & Policy

"What retailers need to know about e-commerce and the ADA"
March 27, 2015
Retailing Today

"Some Free Advice: Is a MAC Clause the Answer?"
February 23, 2015
Metropolitan Corporate Counsel

2015
National Association of Bond Lawyers

"M&A activity heating up in Chicago, but how hot can it get?"
December 10, 2014
Crains Chicago Business

2014 Mergers & Acquisitions Outlook Survey
October 31, 2014

"Top 10 Issues for Cross-Border M&A and Strategic Investments in 2014"
April 2014
Metropolitan Corporate Counsel

"2013 Mergers & Acquisitions Outlook Survey"
October 31, 2013

"Sizing up the Chinese market: How to go about doing business in—and with—China"
October 2012
Smart Business Los Angeles

"Exit Strategy: How to Negotiate a Put and Call Agreement When Selling Your Business"
August 2012
Smart Business Dallas

"Understanding the Rules of the Road for Acquiring Companies in Brazil and India"
June 2012
ACC Docket

"Michigan Municipal Law"
2012
The Institute of Continuing Legal Education
"Getting it Right: Conducting the Proper Due Diligence to Ensure a Successful Acquisition"
April 2012
*Smart Business Detroit*

"Preparing for a Sale: Preparing for Buyer Due Diligence to Maximize Value and the Chances of a Successful Sale"
February 2012
*Smart Business Detroit*

"Overseeing Legal Risk: First Make It Visible"
September 2010
*The Corporate Board*

"Hexion v. Huntsman: The Delaware Court’s Pro-Seller Attitude Toward Material Adverse Effect Clauses Provides Critical Lessons for Buyers"
June 2009
*Business Law Section, State Bar of Michigan*

"Danger Ahead: Director Liability During the Zone of Insolvency"
February 6, 2009
*Dallas Business Journal*

"Swaps and Derivatives" Chapter
May 2008
*Mortgage and Asset Backed Securities Litigation Handbook*

"Potential Regulatory Gaps In Energy Trading" (Co-author)
March 27, 2008
*Law360*

"The Pool for Deal Partners Deepens"
March 2008
*Houston Business Journal*

**Speaking Engagements**

Merge Briefing Executive Seminar
March 7, 2019

Dykema’s 14th Annual M&A Outlook Survey
October 30, 2018

The Future of Home Loans: eNotes and eMortgages
July 17, 2018

*Anatomy of a Private Equity Deal, ACG Detroit NextGen, Bloomfield Hills, MI*
February 23, 2016

*Public and Private Spin-offs, Panel Moderator, ABA Business Law Section Spring Meeting, San Francisco, California*
April 16, 2015

*RESPA Sec. 8 Enforcement: CFPB Scrutiny of Settlement Fees, AfBAs and Marketing Service Agreements, " Strafford Live CLE Webinar*
March 4, 2015

Driving Enhanced Value in a Transaction Through Preparation
September 18, 2014

*CFIUS and FINSA Hot Topics in 2014*
July 8, 2014

June 2014
Corporate Finance (Cont.)

The "Cost of Perfection," Capital Markets Cooperative 2014 Annual Conference, Ponte Vedra, Florida
March 2014

CFPB Impact on the Reverse Mortgage Industry, American Conference Institute 3rd National Summit on Reverse Mortgage Lending, Dallas, Texas
March 2014

NMLS Licensing Form Updates and Enhancements for 2014 and Beyond, Sixth Annual NMLS User Conference and Training, Miami, Florida
February 2014

Hot Topics in Tax Exempt Finance, LeadingAge Michigan
April 25, 2013

When a Bond Deal Goes Bad: Defaults, Remedies and Workouts in Municipal Finance, National Association of Bond Lawyers 11th Annual Tax & Securities Law Institute
March 2011, 2013


Anatomy of a Defaulted Deal, National Association of Bond Lawyers 2012 Bond Attorneys' Workshop
October 2012

Crowdfunding and the IPO On-Ramp
June 5, 2012 (Los Angeles-area)

Crowdfunding and the IPO On-Ramp
May 23, 2012 (Detroit) and May 24, 2012 (Chicago)

Economic Crisis-Driven Transactions: Defaults Workouts and Bankruptcy Issues in Public Finance, National Association of Bond Lawyers 2011 Bond Attorneys' Workshop
October 2011

When a Bond Deal Goes Bad: Defaults, Remedies and Workouts in Municipal Finance, National Association of Bond Lawyers 9th Annual Tax & Securities Law Institute
March 2011

Defaults, Workouts and Bankruptcy Issues in Public Finance, National Association of Bond Lawyers 2010 Bond Attorneys' Workshop
October 2010

Build America Bonds, National Association of Bond Lawyers 2009 Bond Attorneys' Workshop
October 2009

The Realities of the Credit Markets, The Center for Charter Schools Central Michigan University Back to School 2009: Transforming Public Education
September 2009

P3s-Other Constituents and Considerations, Inaugural Michigan P3 Summit
September 2008

Government and Tribal Obligations, National Association of Bond Lawyers 2008 Bond Attorneys' Workshop
September 17, 2008

Effective Financing Strategies, Charter School Board Leadership Summit 2008
May 2008

Avoiding Legal Trouble in Charter School Finance, 10th Annual Michigan Charter Public School Conference
November 2007

Government and Tribal Obligations, National Association of Bond Lawyers 2007 Bond Attorneys' Workshop
September 2007
State Policy—Changing the Way Schools are Financed Locally, Illinois Facilities Fund Financing the Future: Meeting the Needs of Charter Schools
February 2007