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## Craig R. Arends, CPA

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### PROFILE

Craig Arends is a Principal at CliftonLarsonAllen LLP (CliftonLarsonAllen) and has been with CliftonLarsonAllen since 2008. He is the national principal in charge of CliftonLarsonAllen's transaction services.

### EXPERIENCE IN SERVING CLIENTS

Craig has over 20 years of experience in public accounting serving public companies, private equity groups, and companies raising debt and equity including a term as partner in charge of a Big Four Capital Markets Group in Moscow, Russia. Craig has led financial accounting due diligence projects for private equity investor groups and venture capital funds, primarily in the technology, communications and manufacturing industries. Additionally, Craig has been engaged to assist with Foreign Corrupt Practices Act matters ranging from investigation of payments made, validation of compliance with corporate policies and review of proposed transactions to ensure compliance.

### TECHNICAL EXPERTISE

Craig has a concentration of expertise in providing accounting and transaction structuring advice for leveraged recapitalizations, purchase accounting and SEC reporting, assessing quality of earnings, and GAAP accounting. He critiques financial models and reviews target companies' financial performance to identify cost reductions and/or operating efficiencies. He has worked with management teams of private equity-backed portfolio companies to complete add-on acquisitions and platform investments.

### EDUCATION/PROFESSIONAL INVOLVEMENT

Craig received a Bachelor of Science in Business, Accounting, from the University of Minnesota. He is a member of the Minnesota Society of Certified Public Accountants (MNCPA) and the American Institute of Certified Public Accountants (AICPA).

## Jason T. Brass

**Managing Director | Goldner Hawn Johnson & Morrison Incorporated**



Jason Brass joined GHJ&M in 2002 and has been closely involved in the investment activities of the firm, serving on the board of directors of portfolio companies and working with portfolio company management teams.

Jason currently serves as director of GHJ&M portfolio companies Cameron's Coffee, Control Devices, CTM Group and Quest Events.

In 1996, Jason began his career in the Corporate Development Group of Arthur Andersen LLP after graduating from the University of St. Thomas and the University of Notre Dame Mendoza College of Business. Prior to joining GHJ&M, he was employed by Minneapolis-based Norwest Equity Partners in its management and leveraged buyout group.

In addition, he is a director for Pouchtec Industries LLC, a food manufacturing company based in Foley, Minnesota.

## Morgan Burns

Partner | Faegre Baker Daniels | +1 612 766 7136 | [morgan.burns@FaegreBD.com](mailto:morgan.burns@FaegreBD.com)



Morgan Burns counsels clients in many areas of corporate law, including mergers and acquisitions, capital markets transactions, securities regulation and corporate governance.

### **MERGERS & ACQUISITIONS**

Morgan represents buyers, sellers and financial advisors in a wide variety of domestic and international M&A transactions — from purchases and sales of both private and public companies to carve-out transactions and joint ventures. These transactions have spanned a wide range of industries, including software and hardware technology, business services, health care services, medical technology, retail, consumer products, publishing, manufacturing, telecom and financial services.

His client roster in significant M&A transactions includes UnitedHealth Group, General Mills, 3M, H.B. Fuller, FICO, Polaris Industries, Archer-Daniels-Midland, Gander Mountain, MTS Systems, Edmentum, CarVal Investors, Piper Jaffray, U.S. Bank, The Dolan Company, enstratius, GovDelivery and Vital Images.

### **CAPITAL MARKETS TRANSACTIONS**

Morgan represents issuers, underwriters, agents and investors in all types of capital markets transactions, including public and private offerings of equity, debt, units, convertibles and hybrid securities.

Morgan has most recently represented the issuer or underwriters in the IPOs of Proto Labs, Gordmans Stores, Electromed, Titan Machinery and Gander Mountain Company, as well as follow-on offerings by Northern Oil and Gas, Motorcar Parts of America, California Water Service and USA Truck. He has been counsel in multiple investment-grade debt, convertible and hybrid offerings by Archer-Daniels-Midland and other issuers. Among the lead underwriters Morgan has represented are Piper Jaffray & Co., Robert W. Baird & Co., Stephens Inc., Craig-Hallum Capital Group, RBC Capital Markets, Needham & Company, and Feltl and Company.

### **SECURITIES REGULATION & CORPORATE GOVERNANCE**

Morgan represents numerous public companies in their ongoing compliance with applicable legal and regulatory requirements. In this capacity, he advises companies in the areas of SEC periodic reporting, trading and disclosure practices, proxy regulation, Sarbanes-Oxley compliance, stock exchange listing requirements, investor relations and corporate governance matters. His clients include Archer-Daniels-Midland, FICO, Piper Jaffray, Northern Oil and Gas, MTS Systems, Polaris Industries, Dakota Plains and Insignia Systems.

[Read full biography](#)

## Michael W. Clausman

Senior Attorney | Hormel Foods Corporation



Michael Clausman is a Senior Attorney at Hormel Foods Corporation. Michael is responsible for managing all legal aspects associated with Hormel's acquisitions and divestitures, both in the U.S. and abroad.

Michael joined Hormel in 2011 after spending eight years in private practice. While in private practice, he specialized in transactional law, including mergers and acquisitions and corporate finance. During that time, he worked as outside counsel on numerous acquisitions for Hormel. He most recently managed the legal negotiations for Hormel's acquisition of Applegate Farms, LLC, a leading producer of "natural" and organic meat offerings.

### EDUCATION

- ▶ Michael graduated with a bachelor's degree in finance from the University of Northern Iowa. He earned a J.D. from the University of Minnesota Law School.

## Chrisanne Corbett

**Managing Director | KPMG Corporate Finance**



Chrisanne Corbett joined KPMG Corporate Finance in 1994 and currently leads the Diversified Industrials Practice and Private Equity Coverage team. Her experience covers a wide range of corporate finance transactions including mergers, acquisitions, divestitures, financings and restructurings. Chrisanne has extensive international experience, having advised corporate clients based in India, China, Europe and the U.K. Her previous experience includes mergers and acquisitions with JPMorgan Chase and Mitsubishi Bank.

Chrisanne earned an MBA from the Graduate School of Business at the University of Chicago and a B.B.A. in Finance from the University of Notre Dame.

## Linda Crow

Partner | Faegre Baker Daniels | +44 (0) 207 450 4531 | [linda.crow@FaegreBD.com](mailto:linda.crow@FaegreBD.com)



Linda Crow is a qualified solicitor in England and Wales. She is a senior member of Faegre Baker Daniels' corporate practice in London, which was named England's Law Firm of the Year for Restructuring Law by *Corporate INTL* in 2013.

Linda has considerable experience in all types of company, corporate finance transactions and commercial matters, including acquisitions (including post-completion dispute resolution), disposals, joint ventures, IPOs, secondary issues, takeovers and take privates — both domestic and cross border. She represents public companies listed on the London Stock Exchange main market and its junior market AIM, as well as companies listed on the NYSE and NASDAQ.

Linda's commercial experience includes advising on privacy compliance, agency matters, distributorships, procurement (contentious and non-contentious) and outsourcing deals, including the EU and U.K. antitrust aspects of all such transactions. She advised HSBC on its outsourcing agreement with Arriva plc relating to its car rental fleet business and advised FleetCor relating to the outsourcing by Shell of its fuel cards business in approximately 34 jurisdictions. She also counsels on export control matters.

Linda is also recognized for her expertise in working with international blue-chip groups which choose to restructure for commercial reasons and frequently advises solvent clients seeking to enhance the bottom line, increase shareholder value, or operate in a more financially efficient and effective manner.

[Read full biography](#)

## Robin J. Engelson

Managing Partner | Sapphire Financial Group | +1 612 808 5760 | [rengelson@sapphirefg.com](mailto:rengelson@sapphirefg.com) | [sapphirefg.com](http://sapphirefg.com)



Robin Engelson is Founder and Managing Partner of Sapphire Financial Group, an investment banking advisory firm specializing in capital raising and other services in connection with corporate growth, shareholder liquidity and mergers and acquisitions for both private and public middle market companies. Clients include public and privately held middle market companies, portfolio companies of private equity groups and clients of professional service firms nationwide with EBITDA ranging from \$5 million-\$60 million and capital needs up to \$200 million.

Previously Robin was Managing Director and Head of the Private Placement Group for North America for Lazard Middle Market, a subsidiary of Lazard Ltd. (NYSE:LAZ). Robin has been raising and arranging debt and non-control equity and acquisition financing for sell-side M&A transactions for Lazard Middle Market and its predecessor Goldsmith Agio Helms for more than a decade, and in addition to direct Sapphire clients, continues to provide these services to Lazard Middle Market on an outsourced basis. Prior to her career in investment banking, she had a long career as a lender, most recently as Senior Vice President at GE Capital for 10 years where she was responsible for three loan origination offices serving 10 states in the upper Midwest. She opened two of these offices, which originated \$1 billion in loan volume under her direction. Prior to that, Robin spent 10 years as a lender, the latter half in management at U.S. Bank, Wells Fargo and The Bank of New York. She spent nearly seven of those years at The Bank of New York in Los Angeles, last as Vice President and Group Head, growing and managing a loan portfolio from \$100 million to a \$1 billion during her tenure. She has provided capital for or advised on more than \$10 billion in transactions across various industries.

Robin has served on several corporate, professional and nonprofit boards, including: Ameriprise Bank, FSB, a subsidiary of Ameriprise Financial, Inc. (NYSE:AMP), Medica Health Plans, a \$2 billion revenue insurance company, the Minnesota State Board of Accountancy and The Minnesota Chapter of the Association for Corporate Growth.

In August 2011, Robin was named one of the Top Women in Finance by Finance & Commerce. In 2009, she received *The Minneapolis St. Paul Business Journal's* Women in Business award as one of 25 Industry Leaders who are at the forefront of their industries.

Robin received a Master of Business Administration degree from The Anderson Graduate School of Management at UCLA and graduated Phi Beta Kappa with high honors and a bachelor of arts degree in economics from the Honors Program at the University of Michigan.



## Bruce Engler

Partner | Faegre Baker Daniels | +1 612 766 8811 | [bruce.engler@FaegreBD.com](mailto:bruce.engler@FaegreBD.com)



Bruce Engler is the head of Faegre Baker Daniels' mergers and acquisitions practice.

Bruce has represented buyers, sellers and institutional investors in many different types of public and private M&A transactions. He has been lead counsel representing strategic and private equity clients in scores of significant M&A transactions with aggregate deal values totaling billions of dollars. In 2014, *Chambers USA* ranked Bruce as one of the top three Corporate/M&A attorneys in Minnesota. In recent years, *Chambers USA* has described Bruce as "one of Minnesota's preeminent M&A lawyers," "the 'cream of the crop' among M&A lawyers," "pragmatic and reasonable" and "a very business-oriented lawyer who focuses on the deal." Bruce has been quoted frequently in the media on M&A topics.

Bruce was named Minnesota's 2016 M&A Lawyer of the Year by *The Best Lawyers in America*.

[Read full biography](#)

## Peter Erickson

Managing Director | TripleTree



Peter Erickson is a Managing Director and member of TripleTree's advisory management team, focused on helping lead the firm's M&A and growth capital transactions in health care. Since joining the firm upon its inception, he has represented many high-growth health care technology and services companies with particular emphasis across population health management, consumer health, clinical information systems, health informatics, post-acute care, behavioral health and life sciences services. He has led and advised over 60 strategic sale and capital transactions that have included such acquirers as Optum, Quintiles, LexisNexis, WoltersKluwer, Roper Industries, HCSC, Lockheed Martin and West Corporation, as well as numerous private equity and growth capital firms.

Prior to joining TripleTree, Peter worked in Washington, D.C. where he helped manage international development programs focused on Eastern Europe and Southeast Asia. He earned a Bachelor of Arts from DePauw University and an MBA with a concentration in Finance from the Carlson School of Management at the University of Minnesota. While attending the Carlson School, he helped establish a student-led \$1.5 million investment fund which serves as a cornerstone for the school's finance program.

## Kurtis Fechtmeyer

**Managing Director | Northland Capital Markets**



Kurtis Fechtmeyer joined Northland Capital Markets in 2015 as Managing Director in Investment Banking focused on mergers and acquisitions and private capital markets. Kurtis has been an investment banker and mergers and acquisitions attorney in the technology, media and telecom industries for two decades. In addition to closing over 50 transactions, Kurtis was the co-owner and senior professional at two successful venture-backed investment banks acquired by public companies. Goldman Sachs (NYSE:GS) acquired Epoch Partners, where Kurtis was an equity owner and served as the head of the communications technology group. East Peak Advisors, where Kurtis served as a managing director and co-managing partner, was acquired by FBR Capital Markets (NNM: FBRC) where Kurtis remained as a managing director and advisor in the technology group. Prior to joining Northland Capital Markets, Kurtis also served in a senior corporate development capacity for J2 Global (NNM: JCOM), a multibillion-dollar public holding company that actively acquires enterprise cloud services and digital media properties and represented experienced asset managers with leading growth and technology investors.

## Jana Gaffaney

Counsel | General Mills



Jana Gaffaney is Counsel at General Mills, Inc. General Mills is one of the largest food companies in the world with annual global net sales of more than \$17 billion and is the owner of iconic brands like Cheerios and Pillsbury refrigerated dough. Jana serves as general counsel for Annie's, General Mills' most recently acquired brand and a leader in the natural and organic food space. She also serves as a business unit lawyer for portions of the Snacks and Yogurt operating units within General Mills' US Retail Operations.

Prior to joining General Mills, Jana was an associate at Faegre Baker Daniels, where she focused her practice on complex commercial litigation. Jana is a former law clerk for retired Minnesota Supreme Court Justice Alan C. Page.

## James R. Giertz

Executive Vice President and Chief Financial Officer | H.B. Fuller Company



### CAREER HIGHLIGHTS

#### H.B. FULLER COMPANY

- ▶ Executive Vice President, Chief Financial Officer (March 2008 - present)

### FORMERLY

- ▶ Senior Managing Director, Chief Financial Officer, GMAC ResCap, Bloomington, Minn. (2006-2007)
- ▶ Senior Vice President, Commercial & Industrial Products, Donaldson Company, Inc., Bloomington, Minn. (2000-2006)
- ▶ Senior Vice President, Chief Financial Officer, Donaldson Company, Inc., Bloomington, Minn. (1994-2000)
- ▶ Assistant Treasurer, General Motors Corporation, New York, N.Y. (1992-1994)
- ▶ Treasurer, General Motors of Canada, Oshawa, Ontario (1991-1992)
- ▶ Regional Treasurer, General Motors Europe, Brussels, Belgium (1989-1991)
- ▶ Senior Financial Analyst, General Motors Corporation, New York (1983-1989)
- ▶ Process Engineer, Chevrolet Division, General Motors Corporation, Detroit, Mich. (1979-1981)

### OTHER PROFESSIONAL ACTIVITY

- ▶ Board of Directors, Hill-Rom Holdings Inc. (NYSE:HRC)

### COMMUNITY INVOLVEMENT

- ▶ Board of Directors, Junior Achievement of the Upper Midwest
- ▶ Board of Regents, Concordia University St. Paul

### EDUCATION

- ▶ B.S., Mechanical Engineering, Iowa State University, Ames, Iowa (1979)
- ▶ MBA, Harvard University, Boston, Mass. (1983)

## Jeffrey P. Greiner

**Managing Partner | Northern Pacific Group**



Prior to founding Northern Pacific Group, Jeff Greiner focused on technology, business and financial services investments for Norwest Equity Partners, sourcing proprietary transactions and driving portfolio companies' business development and growth, including exits. Prior to joining Norwest Equity Partners, Jeff was Group Head for RBC Capital Markets in Minneapolis where he had a variety of responsibilities including leading the firm's Global Technology Investment Banking practice. Jeff was a Founding Partner of Wessels, Arnold & Henderson (WA&H), where he ran Technology Investment Banking and served in similar capacity up to WA&H's sale to Dain Rauscher in 1998 when it became Dain, Rauscher Wessels (DRW) and then RBC Capital Markets upon its subsequent sale in 2001.

Jeff launched and helped lead WA&H Investments, DRW Investors and DRW Venture Partners' venture/private equity and mezzanine capital funds, which made approximately 250 investments from 1987 to 2004.

Jeff earned a B.S. in Economics from Southern Methodist University in 1980 and an MBA from The Wharton School of the University of Pennsylvania in 1983. Jeff is active civically and in the community, currently serving as a director of The YMCA of The Greater Twin Cities, The Greater Twin Cities United Way, Boy Scouts of America Northern Star Council, and St. Mark's Episcopal Cathedral. Jeff serves on the Delaget and Outsell boards on behalf of Northern Pacific Group.

## Sima Griffith

Managing Principal | Aethlon Capital



Sima Griffith is founder and Managing Principal of Aethlon Capital. During her 25-year career, she has successfully structured and completed mergers, acquisitions and capital raises for entrepreneurs, private and public companies, and family businesses.

Sima was the recipient of the National Association of Women Business Owners (Minnesota chapter) “Luminary Award” and the Women on Boards “Non-Profit Director of the Year.” She received the National Association of Women Business Owners Vision award and *Finance and Commerce* named Sima a “Top Women in Finance.” *The Minneapolis/St. Paul Business Journal* selected her as one of the Twin Cities “Women to Watch.”

Sima is a frequent speaker on issues and trends in mergers and acquisitions, private equity, and venture capital. Sima serves as a judge for the Minnesota Cup, a statewide contest for Minnesota’s newest and most innovative business ideas and as a judge for the E&Y Entrepreneur of the Year Awards.

Sima has been featured in the *Star Tribune*, *St. Paul Pioneer Press*, *Twin Cities Business Monthly* and the *Minneapolis/St. Paul Business Journal*.

She is a graduate of Amherst College and has served as Vice President of the Amherst Alumni Association of Minnesota. Sima is a registered Principal with FINRA and holds Series 7, 24 and 63 licenses.

### CURRENT BOARD AFFILIATIONS

- ▶ Walker Art Center — one of the nation’s “big-five” museums for modern art.
- ▶ PACER — a nonprofit organization serving families of children and young adults with disabilities.

### PAST BOARD AFFILIATIONS

- ▶ The Minneapolis Foundation — a statewide center for philanthropy.
- ▶ The Minneapolis Club — a premier gathering place for business, civic and community leaders.
- ▶ Engineering America — a provider of tanks and process equipment for the water industry.
- ▶ Children’s Hospitals and Clinics — the largest pediatric health care organization in the Upper Midwest.
- ▶ The Children’s Theater Company — one of the world’s foremost theaters for young people.
- ▶ Investor Relations Section of The Public Relations Society of America — a trade association for investor relations professionals.
- ▶ Minnesota Women’s Economic Roundtable

## Dan Gulbrandson

**Managing Director | Piper Jaffray & Co.**



Dan Gulbrandson is a managing director and member of the Piper Jaffray healthcare investment banking team, leading their Information-Driven Healthcare effort. He has 19 years of investment banking experience and focuses on providing M&A advisory and capital raising services for growth companies. Dan has completed transactions with athenahealth, GE, ICON plc, Johnson & Johnson, LabCorp, Procter & Gamble, Quintiles, Thermo Fisher, UnitedHealth and UDG Healthcare plc.

Prior to joining Piper Jaffray, Dan worked in the investment banking department at Chase Securities in New York and as an analyst for a high-net-worth asset management group in Minneapolis.

Dan received a Master of Business Administration degree from the University of Chicago Booth School of Business and a bachelor's degree from the University of Minnesota. He also holds the Chartered Financial Analyst® (CFA) designation.



## Glenn Gurtcheff

Managing Director | Harris Williams & Co.



Glenn Gurtcheff joined Harris Williams & Co. and founded the firm's Minneapolis office in 2006. He is currently head of the firm's Consumer practice, encompassing the food and beverage, restaurant and retail, consumer product, and consumer services industry segments. Glenn has over 25 years of M&A and related transaction experience encompassing a wide range of industries. Prior to joining the firm, Glenn was co-head of Piper Jaffray's Middle Market Mergers and Acquisitions practice, a group of investment banking professionals focused exclusively on mergers and acquisitions for a broad array of private equity and corporate clients. Prior to being named group head, Glenn directed Piper Jaffray's food and beverage investment banking practice in addition to his responsibilities as a generalist M&A professional.

Glenn's previous experience also includes mergers and acquisitions with Dain Rauscher Inc. (now RBC Dain Rauscher), corporate strategy at Northwest Airlines Corp., and work with Coopers & Lybrand's Valuation Services practice. Before attending business school, Glenn was a product design engineer with General Motors Corp.

Glenn earned an MBA from the Wharton School at the University of Pennsylvania, an M.S. in Mechanical Engineering from the University of Minnesota, and a B.S. in Mechanical Engineering from the University of Notre Dame.

## Chris Hofstad

Partner | Faegre Baker Daniels | +1 612 766 7323 | [chris.hofstad@FaegreBD.com](mailto:chris.hofstad@FaegreBD.com)



Chris Hofstad is head of Faegre Baker Daniels' worldwide corporate group and its 200+ professionals. His personal practice spans a wide variety of areas, including mergers and acquisitions; corporate and business counseling; commercial and contractual matters; financing and securities; and joint ventures, outsourcing and similar complex arrangements.

### **MERGERS AND ACQUISITIONS**

Chris has extensive experience in public and private M&A. He represents buyers, sellers, private equity firms, management, investors, lenders and others in a wide variety of industries.

### **CORPORATE AND BUSINESS COUNSELING, COMMERCIAL AND CONTRACTUAL MATTERS**

He advises clients in a broad array of business matters, including commercial transactions and contract negotiations of all types; capitalizations, reorganizations, restructurings and dissolutions; regulatory matters and state law requirements; and governance, fiduciary duties and other equity holder relationships and disputes.

### **FINANCING AND SECURITIES**

Chris' experience involves a variety of financing transactions, including advising issuers and investors in securities laws; acquisition financings for lenders, borrowers and investors in leveraged buyouts and other complex transactions; and private placements of equity and debt.

### **JOINT VENTURES, OUTSOURCING AND OTHER COMPLEX COMMERCIAL ARRANGEMENTS**

He has extensive experience in structuring and negotiating complex arrangements, including: joint ventures, strategic partnerships, outsourcing, licensing, development, manufacturing, supply, distribution and technology. His work in this area includes transactions involving Target Corporation, Eastman Kodak Company, Cargill, Polo Ralph Lauren, U.S. Bank and Life Time Fitness.

### **CLOSELY HELD ENTITIES AND FAMILY-OWNED BUSINESSES**

Chris has broad experience in the unique aspects of closely held businesses, including those that are family-owned. This includes ownership structures, succession planning, generational dynamics, liquidity arrangements and exit strategies.

### **SPORTS AND ENTERTAINMENT**

He represents professional and amateur sports organizations, venue owners and managers and entertainment organizations, including in mergers and acquisitions, league interactions, stadium and arena operations, conventions, food/beverage operations, marketing, licensing, naming rights, brand management and broadcasting.

[Read full biography](#)

## Brian Holcomb

**Managing Director | Greene Holcomb & Fisher LLC**



Brian Holcomb has specialized in M&A transactions since 1981. During his career, he has been active in valuing, structuring and negotiating transactions for numerous entrepreneurs, private and public companies, and private equity groups resulting in a long list of loyal and satisfied clients. His broad industry experience includes particular expertise in the consumer, industrial and telecom sectors. Brian co-founded Greene Holcomb Fisher in 1995 to address the unique needs of middle-market clients. Prior to founding this firm, he was a managing director at Goldsmith Agio Helms (now Lazard Middle Market). He also served as a managing director for Piper Jaffray, where he co-directed M&A activities. Brian is a member of the board of trustees of the Washburn Center For Children, is a past president of the Minnesota Chapter of the Association for Corporate Growth and a former member of Young Presidents' Organization (YPO). He is also a frequent speaker on merger and acquisition-related topics. Brian is a graduate of Gustavus Adolphus College and the University of Minnesota Carlson School of Management (MBA).

## Brent E. Johnson, CPA

Director, Transaction Advisory Services | Grant Thornton | +1 612 677 5333 | [brent.johnson@us.gt.com](mailto:brent.johnson@us.gt.com)



Brent Johnson has nearly 20 years of business experience that includes assurance, financial advisory, due diligence and interim management services, primarily focused on manufacturing entities in various consumer and industrial markets.

### **EXPERIENCE**

Brent is an accounting and finance professional with interim CFO credentials and strong analytical, planning, management and reporting capabilities. He has held management responsibilities in accounting, finance and information technology.

Brent's specific advisory activities include managing buy-side and sell-side due diligence assignments for strategic and financial acquirers and detailed quality of earnings, cash flow, balance sheet and net working capital analyses. Brent is also experienced in restructuring and turnaround support services, including financial modelling and analysis, debt refinancing support, short-term liquidity forecasting, fresh start accounting, cost containment, and borrowing base forecasting/negotiations.

### **SECTOR EXPERIENCE**

Brent has experience working with clients in the manufacturing, metals, ferrous foundry and forging operations, consumer and industrial products, air transportation, construction and gaming industries.

### **EDUCATION**

He earned a BSBA in Accounting with honors from The Ohio State University.

## Timothy J. Keenan

**Vice President, General Counsel and Corporate Secretary | H.B. Fuller Company**



Timothy Keenan is currently the Vice President, General Counsel and Corporate Secretary of H.B. Fuller Company, a leading global adhesives provider and an NYSE-listed company, where he also serves on the company's Executive Committee. Prior to joining H.B. Fuller in 2004, Timothy was an attorney with International Multifood Corporation from 1991 until 2004 and with the Minneapolis law firm Briggs and Morgan, P.A., from 1985 until 1991. Timothy received an undergraduate degree in Economics from the University of Notre Dame and obtained his law degree from the University of Iowa College of Law. Timothy also currently serves as a member of the Board of Directors of the Regions Hospital Foundation in St. Paul, Minnesota.

## Steven Kennedy

Partner | Faegre Baker Daniels | +1 612 766 8577 | [steven.kennedy@FaegreBD.com](mailto:steven.kennedy@FaegreBD.com)



Steven Kennedy represents such publicly held companies as Archer-Daniels-Midland Company, Baxter International, Inc., Buffalo Wild Wings, Inc., Hawkins, Inc., Piper Jaffray Companies and Polaris Industries, Inc. He also represents a number of larger private companies, including United Subcontractors, Inc. and Verisae, Inc. Steven's practice covers all areas of corporate governance and securities law compliance. His practice also includes merger and acquisition transactions, representing buyers and sellers in public and private transactions. He is the leader of the firm's Minneapolis office.

### STEVEN HAS REPRESENTED:

- ▶ Wilmington Group plc on the acquisition of *Compliance Week* from Haymarket Publishing Group
- ▶ Baxter International, Inc. in its acquisition of assets from Inspiration BioPharmaceuticals, Inc. and Ipsen Pharma S.A.S.
- ▶ Archer-Daniels-Midland Company in the sale of its ownership interest in Gruma SAB
- ▶ Verisae, Inc. in its sale to Marlin Equity Partners
- ▶ Retek, Inc. in its sale to Oracle
- ▶ Piper Jaffray in its spin-off from U.S. Bank
- ▶ Fair Isaac Corporation in its acquisitions of London Bridge Software and Braun Consulting (both public companies)
- ▶ Bemis Company in its acquisition of the Clysar Division of Dupont
- ▶ Honeywell in its sale of Honeywell-Meurex Data Measurement Corporation to Metrika Systems

Steven has worked extensively with public and private companies and underwriters in connection with offerings of securities of all kinds. He also regularly represents a number of venture capital firms in connection with their portfolio company investments.

Steven rejoined Faegre Baker Daniels in 2001 after two years at Dantis, Inc., where he held various executive positions, including General Counsel, Executive Vice President for all administrative and corporate development functions, and acting Chief Financial Officer. From 1985 until 1987, he practiced law at Cravath, Swaine & Moore in its New York office. Steven began his career as an accountant with Arthur Andersen in Washington, D.C.

[Read full biography](#)

## Stephanie Kent

**Employee Relations Senior Counsel & Group Manager | Target Corporation**



Stephanie Kent is Employee Relations Sr. Counsel & Group Manager for Target Corporation. In that role, Stephanie provides employment legal counsel and strategic litigation support to Target's headquarters teams. Stephanie also helps support due diligence, contract review and talent assessment associated with new business development opportunities and provides ER compliance and integration support for acquired companies. In addition, Stephanie helps drive policy change specific to employment legislation. Previously, Stephanie worked in Government Affairs with responsibility for health care and workforce legislation and regulation at the local, state and federal levels of government. In that capacity, Stephanie served on several policy committees and working groups through the U.S. Chamber of Commerce, HR Policy Association, Retail Industry Leaders Association, American Benefits Council and National Business Group on Health. She has also served as a speaker and panelist in a variety of employment law and public policy forums.

## Lisa Kro

**Co-Founder and Managing Director | Mill City Capital, L.P.**



Lisa Kro is a co-founder of Mill City Capital, L.P. She has led or co-led Mill City's investments in Wholesale Produce Supply, Impact Confections, Inc. and JMH International and is a board member for Wholesale and Impact. Lisa is also responsible for the firm's internal operations, including investor relations and the Chief Risk Officer responsibilities.

From 2004-10, Lisa was a Managing Director and the Chief Financial Officer at Goldner Hawn Johnson & Morrison, Inc. (GHJ&M), responsible for investor relations, portfolio company monitoring, fund management and oversight of the firm's internal operations. She also co-led GHJ&M's investment in Specialty Commodities, Inc. Prior to GHJ&M, Lisa spent over 17 years at KPMG LLP, most recently as Partner in Charge of the Consumer and Industrial Business Practice in KPMG's Midwest Region. She also gained international business experience by working in KPMG's Munich office in 1991-92.

Lisa also holds nonprofit board positions at Portico Benefit Services where she serves as Chair of the Board and as a board member at Ecument as well as being a director of Herman Miller Inc. (NASDAQ: MLHR). She graduated summa cum laude from Minnesota State University-Moorhead with a degree in accounting and is a licensed CPA (inactive).



## George Martin

Partner | Faegre Baker Daniels | +1 612 766 7055 | [george.martin@FaegreBD.com](mailto:george.martin@FaegreBD.com)



George Martin is a trusted counselor to multinational clients in connection with many of their most significant and sensitive business, compliance, governance and related personnel matters. He advises boards of directors and senior leadership teams regarding strategic transactions, market entry strategies, governance, risk management and international compliance (including FCPA) matters.

For 25 years, George has dedicated his practice to assisting U.S. multinational businesses with their international mergers, acquisitions, divestitures and joint ventures, together with satisfying their Foreign Corrupt Practices Act (FCPA) compliance obligations. He leads complex cross-border transactions, and FCPA investigations, compliance counseling and training, worldwide. George has handled transactions and investigations in more than 40 countries, with a special expertise in emerging markets, having lived and practiced law in China and Eastern Europe for five years. He is recognized in the *Guide to Leading Practitioners: China* as one of the pre-eminent practitioners with expertise in mergers and acquisitions involving China.

George served as head of the firm's corporate group from 2009-11, and now serves on Faegre Baker Daniels' management board. He is a former co-chair of the firm's international practice and founder of the China practice. George divides his time among the firm's U.S. offices, Asia and Europe, where he advises both publicly traded and privately held U.S. and European clients regarding:

### **INTERNATIONAL MERGERS, ACQUISITIONS & DIVESTITURES**

George has represented buyers, sellers and institutional investors as lead counsel in a variety of cross-border M&A transactions. His clients include both strategic and financial investors.

### **INTERNATIONAL JOINT VENTURES**

George has extensive experience advising clients on structuring, documenting, negotiating and operating both U.S.- and non-U.S.-based international joint ventures. His work includes foreign government relations, negotiations and approvals, and preparation of ancillary manufacturing, licensing, distribution and related agreements (including those involving trade secret protection).

### **INTERNATIONAL COMPLIANCE COUNSELING & INVESTIGATIONS**

Foreign Corrupt Practices Act (FCPA) diligence in M&A transactions and FCPA internal investigations (including voluntary disclosures to the Securities and Exchange Commission and Department of Justice), risk assessments, training and compliance counseling have been core aspects of George's practice for many years. He has handled investigations throughout the Asia-Pacific region (frequently in China and India), Russia, Africa and other emerging markets, while developing FCPA training, compliance and audit programs for both publicly traded and privately held companies worldwide.

[Read full biography](#)

## Christina Miller

Principal | Norwest Equity Partners | +1 612 215 1685 | [cmiller@nep.com](mailto:cmiller@nep.com)



Christina Miller is a principal on the investment team at Norwest Equity Partners (NEP), a leading middle market equity investment firm with \$7.1 billion in capital raised since 1961. In her role, she is involved with all aspects of the investment process including sourcing investment opportunities, performing due diligence, structuring transactions and arranging debt financing. She is also involved at the board level with three of NEP's current portfolio companies (Surgical Information Systems, GoHealth and Gopher Resource), working with management teams on strategic planning and execution and other operational initiatives. Christina evaluates investment opportunities in a broad array of industries, with a special focus on health care technology (HCIT) and business services.

Prior to joining NEP in 2009, Christina worked as an investment banking associate at Craig-Hallum Capital Group where she executed over 20 transactions during her 30-month tenure. Transactions included sell-side and buy-side M&A, private placements, IPOs, secondary offerings and debt financings. Prior to joining Craig-Hallum, Christina worked for LaSalle Bank as a senior credit analyst, where she developed and maintained lending relationships with senior management of middle market companies throughout Minnesota, North Dakota and South Dakota.

### **EDUCATION**

Christina earned her B.S.B. from the Carlson School of Management at the University of Minnesota and her MBA from Harvard Business School.

## Ryan Miske

Partner | Faegre Baker Daniels | +1 612 766 8236 | [ryan.miske@FaegreBD.com](mailto:ryan.miske@FaegreBD.com)



Ryan Miske works with a number of private and public companies, assisting clients with formation, debt and equity financing, mergers and acquisitions, and corporate governance. Prior to attending law school, Ryan served as a manager for an industrial supply company in Chicago.

### THE FOLLOWING IS A REPRESENTATIVE SAMPLE OF TRANSACTIONS IN WHICH RYAN PLAYED A KEY ROLE:

- ▶ The \$1.45 billion sale of Cargill's U.S. pork business to JBS USA Pork
- ▶ The \$1.15 billion sale of MOM Brands Company to Post Holdings, Inc.
- ▶ The \$775 million acquisition of Applegate Farms, LLC, the \$700 million acquisition of *Skippy*® peanut butter business and the \$450 million acquisition of CytoSport Holdings, Inc. by Hormel Foods Corporation
- ▶ The \$450 million sale of its interest in Gruma, S.A.B. de C.V. by Archer-Daniels-Midland Company
- ▶ Sale of the *Star Tribune* to an affiliate of Glen A. Taylor
- ▶ Investments in Imperial Plastics, Inc., Cameron's Coffee and Distribution Company, and Quest Events, LLC by Goldner Hawn Johnson & Morrison Incorporated
- ▶ Disposition via stock sale of Westlake Hardware, Inc. by an investment group led by Goldner Hawn Johnson & Morrison Incorporated
- ▶ Disposition via stock sale of Whitebox Commodities Holdings Corp. by certain funds managed by Whitebox Advisors, LLC
- ▶ Sale of General Mills, Inc.'s frozen bread dough business to Pennant Foods Company, LLC
- ▶ Leveraged buyout of Specialty Commodities, Inc. by Goldner Hawn Johnson & Morrison Incorporated and subsequent disposition via merger to Archer-Daniels-Midland Company
- ▶ The \$182 million sale of Remmele Engineering, Inc. to RTI International Metals, Inc.
- ▶ Acquisition of Wealth Enhancement Group, LLC by Norwest Equity Partners
- ▶ Disposition via stock sale of Jacobson Holding Co. (d/b/a Jacobson Companies) by an investment group led by Norwest Equity Partners
- ▶ The \$440 million sale of Stellant, Inc. to Oracle Corporation
- ▶ Disposition via merger of Woodstuff Manufacturing, Inc. (d/b/a Samuel Lawrence Furniture Company) by an investment group led by Goldner Hawn Johnson & Morrison Incorporated
- ▶ Leveraged buyout of Allen Edmonds Corporation by Goldner Hawn Johnson & Morrison Incorporated and subsequent disposition via merger to an affiliate of Brentwood Associates
- ▶ Investment in Apex Information Technologies by Tonka Bay Equity Partners and subsequent disposition via merger to an affiliate of WestView Capital Partners
- ▶ The \$56 million initial public offering of SPS Commerce, Inc.

### HONORS

- ▶ *Minnesota Lawyer* — Up & Coming Attorney, 2015
- ▶ *Minnesota Super Lawyers* — Rising Star, Mergers & Acquisitions, 2015
- ▶ *M&A Advisor* — 40 Under 40 Awards, Legal Advisor category, 2014
- ▶ *Minneapolis/St. Paul Business Journal* — 40 Under 40, 2014

[Read full biography](#)

## Jonathon T. Naples

**Assistant General Counsel | Polaris Industries Inc.**



Jonathon (J.T.) Naples is Assistant General Counsel at Polaris Industries Inc. and a member of the Compliance Committee. He regularly advises the Human Resources department and management on a wide range of labor and employment law issues, including leave and disability accommodation, wage and hour, FMLA, EEO and affirmative action, the disciplinary process, terminations, harassment investigations, and adherence to relevant regulatory requirements and internal policies. His practice also extends into federal government contracting, immigration, negotiating and drafting various employment-related contracts, responding to state and federal agency inquiries and related charges, and managing employment litigation. J.T. also works closely with the corporate development team and advises stakeholders on the intricacies of labor and employment issues, including integration and personnel management matters, in the mergers and acquisition context.

## Kathlyn E. Noecker

Partner | Faegre Baker Daniels | +1 612 766 8604 | [kathy.noecker@FaegreBD.com](mailto:kathy.noecker@FaegreBD.com)



Kathy Noecker advises employers regarding the complex array of workplace laws affecting businesses. She is recognized for developing practical business solutions to the most sensitive workplace issues. Responsive to her clients' needs, Kathy focuses on identifying long-term strategies and best practices to reduce business and legal risks. She represents public companies, privately held companies, emerging businesses and nonprofits, taking into account the many legal, employee relations, public relations and other practical issues companies encounter in managing employment matters. Kathy is a member of the firm's management board.

### EMPLOYEE RELATIONS COUNSELING & COMPLIANCE

Kathy assists clients with establishing and revising personnel policies and practices to reduce employment-related risks and maintain the flexibility needed to respond to changing business environments. Representative work includes:

- ▶ Advising businesses regarding hiring processes and practices, including non-discrimination, non-competition and trade secret issues, as well as background check requirements under the Fair Credit Reporting Act
- ▶ Preparing non-competition and confidentiality agreements
- ▶ Preparing and revising employee handbooks or other personnel policies, including anti-discrimination policies, anti-harassment policies and codes of conduct
- ▶ Advising employers regarding wage and hour issues under the Fair Labor Standards Act and state laws, including classification of employees as exempt or non-exempt for overtime purposes
- ▶ Conducting audits of employment practices and procedures
- ▶ Advising employers regarding immediate employment issues as they arise, such as discipline and discharge decisions, questions regarding employee rights under the Family and Medical Leave Act, obligations to provide reasonable accommodations to disabled persons and investigation of employee complaints of sexual harassment, including appropriate corrective actions

### REDUCTIONS IN FORCE; PLANT CLOSINGS

In addition to assisting clients with plant closings, Kathy has advised numerous clients in developing and implementing plans for workforce reductions of all sizes—voluntary and involuntary programs, as well as union and non-union employees. She develops severance policies and plans, severance and release agreements, disclosures under the Older Worker Benefits Protection Act, and employee communications—minimizing exposure to claims from affected employees under federal, state and local discrimination and plant closing laws.

### EXECUTIVE ARRANGEMENTS

A significant portion of Kathy's practice involves representing employers, boards of directors and compensation committees with respect to compensation, negotiation of employment and separation arrangements for executives at the most senior levels of an organization. Kathy is familiar with the key legal areas associated with executive arrangements and works closely with our corporate, securities, tax and employee benefits lawyers to develop a comprehensive approach for clients negotiating senior executive arrangements.

*Continued...*

### **INTERNATIONAL EMPLOYMENT**

Kathy also provides advice to clients on employment issues arising out of foreign operations. She has experience with employment issues in Canada, Latin America, Europe and Asia, and has worked extensively with Faegre Baker Daniels lawyers in London and Shanghai. Kathy has been active in the American Bar Association International Labor Law Committee for many years.

### **LITIGATION & MEDIATION**

With broad and successful experience mediating and, if necessary, litigating employment issues for clients, Kathy is an invaluable resource for clients as an advisor regarding how employment decisions will be presented and defended if challenged by employees. Kathy has defended employers against claims of discrimination based on race, sex (including sexual harassment), age, disability, marital status, sexual orientation and other protected characteristics. She has also defended against contract claims and defamation, negligence and similar employment claims. In addition, Kathy has handled litigation involving the enforcement of non-competition agreements.

[Read full biography](#)



## Jon Nygren

Partner | Faegre Baker Daniels | +1 612 766 8283 | [jon.nygren@FaegreBD.com](mailto:jon.nygren@FaegreBD.com)



Jon Nygren focuses his practice on mergers and acquisitions, corporate governance and general corporate issues for public and private companies. He has significant experience representing financial services, hedge fund and technology clients in connection with mergers and acquisitions.

### REPRESENTATIVE TRANSACTIONS IN WHICH JON HAS PLAYED A KEY ROLE INCLUDE:

- ▶ Acquisitions by SunOpta Inc. of Sunrise Holdings (Delaware), Inc. and CitrusSource LLC
- ▶ Sale of Life Time Fitness, Inc. to Leonard Green & Partners and TPG Capital
- ▶ Acquisitions by C.H. Robinson Worldwide, Inc. of freightquote.com, Inc., Phoenix International, Inc. and of the assets of Rosemont Farms Corporation and International Trade & Commerce, Inc.
- ▶ Numerous acquisitions by Element Materials Technology, a portfolio company of 3i Group
- ▶ Sale of Convey Compliance Systems, Inc. to Taxware, LLC, a portfolio company of Vista Equity Partners
- ▶ Acquisitions by JDS Uniphase Corporation of Network Instruments and Circadiant Systems, Inc.
- ▶ Sale of Laker Software, Inc. to Envision Pharmaceutical Holdings, LLC, a portfolio company of TPG Global
- ▶ Sale of Analysts International Corp. to American CyberSystems, Inc.
- ▶ Sale of Great Plains Sand, LLC to Fairmount Minerals, Ltd.
- ▶ Acquisition by 3M Company of the business of Federal Signal Technologies Group and of Arizant Inc.
- ▶ Sale of Vital Images, Inc. to Toshiba Medical Systems Corporation
- ▶ Sale of PLATO Learning, Inc. to an affiliate of Thoma Bravo
- ▶ Acquisition by Woodstream Corporation of Zareba Systems, Inc.
- ▶ Sale by Crosstown Music Company of its assets to BMG Rights Management
- ▶ Sale of Winslow Capital Management to Nuveen Investments, Inc.
- ▶ Acquisition by Deluxe Corp. of Hostopia.com Inc.
- ▶ Acquisition by Royal Bank of Canada of Ferris, Baker Watts, Inc.
- ▶ Acquisition by Principal Financial Group of Morley Financial Services from Nationwide Corporation

[Read full biography](#)

## Mark O'Sell

**Director, Human Capital, M&A | UnitedHealth Group**

Mark O'Sell has a B.A. in Political Science from St. Olaf College and a J.D. from the University of Minnesota. For the past 26 years he has worked for three Fortune 500, Minnesota-based companies as ERISA, Labor and Employment Law counsel. For the past 15 years he has been at UnitedHealth Group. He initially served as Associate General Counsel, Employment Law for 10 years and for the past five years has been the Director, Human Capital, Mergers & Acquisitions. Currently, as Director, Human Capital, M&A, he leads a team of subject matter experts in performing Human Capital diligence; works on the employment, benefits and labor provisions of the transactional documents; partners with the business on integration planning; and has managed full HR integrations. During his tenure at UnitedHealth Group, he's participated in human resources diligence on over 400 companies and, with the acquisition and integration of over 170 global businesses, has been integrally involved in adding over 80,000 employees and \$50 billion in revenue to the company.



## Sally Qin

Associate | Faegre Baker Daniels | +86 21 6171 6649 | [sally.qin@FaegreBD.com](mailto:sally.qin@FaegreBD.com)



Sally Qin joined Faegre Baker Daniels in 2006. Her practice focuses on China-related foreign investment matters, including China market entry strategy, due diligence, formation and operation of onshore wholly owned subsidiaries and joint ventures, cross-border M&A, and general Chinese corporate matters. Sally has advised dozens of U.S. companies on the establishment of their legal presences in China and operational regulatory matters, as well as liquidations and dissolutions.

### **TRANSACTIONS SALLY HAS BEEN INVOLVED IN INCLUDE THE FOLLOWING:**

- ▶ Representation of a Fortune 500 company in its \$70 million acquisition of a PRC-based telecommunication company
- ▶ Representation of a leading U.S. auto parts manufacturer in its negotiation on equity joint venture terms with a subsidiary of Dong Feng Motor Corporation
- ▶ Representation of a leading U.S. interventional medical device company in its proposed acquisition of a Hong Kong company with PRC operations
- ▶ Representation of the nominated advisor on the proposed AIM listing by a PRC-based company which operates a network of 20 department stores in eight provinces
- ▶ Representation of a U.S. private equity fund in its proposed investment in a PRC-based company which operates an online B2B trading platform
- ▶ Representation of a PRC-based pharmaceutical company in its \$50 million series B financing with shares purchased by a syndicate of venture capital investment funds

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## Keith Radtke

Partner | Faegre Baker Daniels | +1 612 766 7154 | [keith.radtke@FaegreBD.com](mailto:keith.radtke@FaegreBD.com)



Keith Radtke is a partner in Faegre Baker Daniels' Minneapolis office, specializing in mergers and acquisitions, private equity, commercial transactions and general corporate counseling.

### **MERGERS & ACQUISITIONS**

Keith regularly represents buyers, sellers and institutional investors in many different types of strategic and private equity M&A transactions, strategic investments and joint ventures. He also represents owners of privately held companies in connection with the sale of their business.

### **PRIVATE EQUITY**

Keith regularly represents many of the leading private equity firms in the Twin Cities metropolitan area. He also represents management groups in connection with their investment and incentive arrangements in private equity transactions. His experience includes spearheading the overall transaction process, negotiating the acquisition-related aspects, and structuring and negotiating equity arrangements.

### **CORPORATE EXPERIENCE**

Keith also represents privately held companies, portfolio companies of private equity firms and other emerging private companies in connection with corporate governance matters, key contracts and other corporate matters. He also regularly acts as outside counsel to privately held companies, helping them analyze and solve day-to-day legal issues.

### **REPRESENTATIVE TRANSACTIONS**

Recent transactions in which Keith has played a major role include:

- ▶ \$1.45 billion sale of Cargill's U.S. pork business to JBS U.S.A. Pork
- ▶ Acquisition of Sierra Corporation by Tonka Bay Equity Partners
- ▶ Acquisition of Illinois Glassworks by Binswanger Enterprises
- ▶ Sale of Specialty Commodities, Inc. by Goldner Hawn Johnson & Morrison
- ▶ Acquisition of Impact Confections, Inc. by Mill City Capital
- ▶ Investment in Horizon Hobby by Mill City Capital
- ▶ Sale of Apex Information Technologies by Tonka Bay Equity Partners
- ▶ Sale of T-Chek Systems by C.H. Robinson Worldwide
- ▶ Investment in Imperial Plastics by Goldner Hawn Johnson & Morrison
- ▶ Sale of Remmele Engineering by Goldner Hawn Johnson & Morrison
- ▶ Acquisition of Binswanger Enterprises by Grey Mountain Partners
- ▶ Acquisition of Wholesale Produce Supply and Union Tractor by Mill City Capital
- ▶ Acquisition of Mpathy Medical Devices by Coloplast

Keith joined Faegre Baker Daniels in 1996. From 1999 through 2001, he worked as an investment banker in U.S. Bancorp Piper Jaffray's technology mergers and acquisitions group.

[Read full biography](#)

## Nicholas Rhoads

**Director, M&A | General Mills**



Nicholas Rhoads is a Director of Mergers & Acquisitions at General Mills responsible for global M&A strategy, pipeline development, transaction execution, integration planning and post-transaction reviews. Prior to joining General Mills, he was Senior Manager of Corporate Development at The Boeing Company. Prior to that role, he was an M&A professional at UBS Investment Bank based in Chicago, Illinois.

Nicholas graduated from Denison University with a Bachelor of Arts double major in Economics and Communication.

## Scott Richardson

Managing Director | Houlihan Lokey



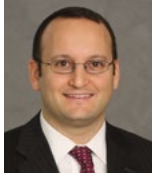
Scott Richardson is a Managing Director in Houlihan Lokey's Minneapolis office, where he heads the firm's Midwest Mergers and Acquisitions Group and co-heads the National M&A Group Steering Committee. In his nearly two decades of M&A experience, he has completed transactions on four continents, in the following industries: industrial products manufacturing and distribution, consumer products, business services, and health care products and services. He has advised many public and private companies in M&A transactions, debt and equity capital raising, strategic planning and exit strategies.

Before joining Houlihan Lokey, Scott was a managing director at a middle-market investment banking firm specializing in M&A advisory. Before that, he directed domestic and international acquisitions, divestitures and joint ventures for the Pillsbury Company. Earlier, he worked for the North American subsidiary of the British conglomerate Albert Fisher, where he directed strategic planning and executed numerous acquisitions.

Scott graduated with a specialization in finance from the McCombs School of Business at the University of Texas at Austin.

## Jay Rittberg

**Senior Vice President-Head of Mergers and Acquisitions Insurance, Americas | AIG**



Jay Rittberg leads AIG's Merger & Acquisition Insurance Group for the Americas and is responsible for managing the development, underwriting and marketing of transactional insurance products in the U.S., Canada and Latin America, including representations and warranties insurance. Jay regularly speaks on panels and advises law firms, private equity firms, corporations and insurance brokers on the use of transactional insurance.

Prior to his current role, Jay served as Division Counsel for the Mergers and Acquisitions Insurance Group. Jay joined AIG in 2007, after spending five years with Schulte Roth & Zabel LLP, where he advised clients on a wide range of corporate matters, including corporate finance and mergers and acquisitions.

Jay holds a B.S. in Industrial and Labor Relations from Cornell University, and a J.D. from the University of Pennsylvania Law School. In 2013, Jay was named as one of the winners of M&A Advisor's 40 Under 40 Awards.

## Craig A. Schioppo

Managing Director | Marsh USA Inc.



### CURRENT RESPONSIBILITIES

Craig Schioppo is managing director with Marsh's Transactional Risk Group in New York. As the Transactional Risk Practice Leader, he is known as an expert in the insurance of financial transaction risks, including M&A insurance, tax insurance, and insurance programs addressing regulatory, environmental and litigation risks. Craig is constantly involved in the development of dedicated insurance products that facilitate mergers, acquisitions and other corporate transactions. He is also involved in negotiating the terms and conditions of all of the transactional risk solutions.

### EXPERIENCE

Craig joined Marsh in 2003. He began his career as a staff accountant at Anchin Block & Anchin LLP in 1993. After spending two years as an auditor, Craig spent the next five years as a supervisor in the Tax Department where he was intimately involved in both corporate and individual tax planning and compliance. During his last four years as an accountant, Craig attended New York Law School as an evening student and was a Notes and Comments Editor of the law review.

Upon graduating law school, Craig spent the next four years practicing corporate and securities law at Kramer Levin Naftalis & Frankel LLP. As a corporate attorney, he had a diverse transactional-based practice with significant experience in domestic and cross-border mergers and acquisitions, joint ventures, securities and general corporate matters.

### EDUCATION

- ▶ B.S. in accounting, the State University of New York at Albany
- ▶ J.D., New York Law School, magna cum laude

### AFFILIATIONS

- ▶ Resident property and casualty insurance broker in the State of New York
- ▶ Nonresident property and casualty insurance broker in a majority of U.S. jurisdictions
- ▶ Admitted to practice law in the State of New York

## Kate Sherburne

Associate | Faegre Baker Daniels | +1 612 766 6899 | [kate.sherburne@FaegreBD.com](mailto:kate.sherburne@FaegreBD.com)



Kate Sherburne is an associate in the corporate practice, where she focuses on mergers and acquisitions, securities and corporate governance. She counsels public and private companies on M&A matters, SEC reporting, securities placements and debt financings.

### **KATE'S REPRESENTATIVE TRANSACTIONS INCLUDE:**

- ▶ Represented buyers and sellers in acquisition and disposition transactions across numerous industries, including in the retail, medical device, software/technology, professional sports, financial services, restaurant, manufacturing and distribution, transportation, and recreational vehicle sectors.
- ▶ Represented a private equity firm in transactions involving purchases and sales of portfolio companies.
- ▶ Represented management investors in connection with purchases of private companies by private equity firms.
- ▶ Represented privately-held businesses in connection with reorganization transactions.
- ▶ Represented an inventory finance company in the creation of a financing joint venture with a manufacturer.
- ▶ Represented issuers in public offerings of common stock, preferred stock, depository shares and trust preferred securities.
- ▶ Represented issuers in private securities offerings and private placements of debt securities.
- ▶ Represented an issuer in the sale of preferred stock and common stock warrants to the United States Department of the Treasury and the subsequent repurchase of the preferred stock and secondary public offering of the warrants.

[Read full biography](#)

## Steve Soderling

Principal | Tonka Bay Equity Partners



### EXPERIENCE

Steve Soderling joined Tonka Bay in 2005, after spending seven years on the buyout team of Norwest Equity Partners. At Norwest, he was involved in originating and closing management buyout and growth equity investments. He began his career with the Arthur Andersen economic and financial consulting group in the Chicago and Minneapolis offices.

### EDUCATION

Steve holds a degree in finance from the University of Notre Dame.

### INTERESTS

While not at work, Steve enjoys spending time with his wife and four children. He also keeps busy coaching youth sports, attending his kids' events, and occasionally squeezing in a round of golf. Steve is an avid college sports fan and also cheers for the Notre Dame Fighting Irish, where he also played hockey.

Steve is active with his church and also enjoys military history books, family travel, skiing and maintaining a backyard hockey rink during the winter.



## Mike Stanchfield

Partner | Faegre Baker Daniels | +1 612 766 7764 | [mike.stanchfield@FaegreBD.com](mailto:mike.stanchfield@FaegreBD.com)



Mike Stanchfield focuses his practice on mergers and acquisitions, corporate governance, takeover preparedness, and general corporate counseling. He represents public and private companies as buyers and sellers in acquisitions involving various forms of consideration. In the area of corporate governance, Mike counsels public companies and their boards on oversight responsibilities, board and committee structures, and fiduciary duties.

An authority on a variety of M&A and general corporate topics, Mike is a regular speaker and presenter. His representative transactions include the following:

- ▶ Target Corporation's successful defense of proxy contest waged by Pershing Square Capital
- ▶ Sale of Life Time Fitness to Leonard Green & Partners and TPG Capital (\$4 billion)
- ▶ Target Corporation's sale of its Marshall Field's division to May Department Stores (\$3.2 billion), sale of its pharmacy division to CVS Health (\$1.9 billion) and sale of its Mervyn's division to Sun Capital Partners and others (\$1.7 billion)
- ▶ Target Corporation's acquisition of Canadian leasehold interests from Zellers Inc. (\$1.8 billion)
- ▶ Sale of MOM Brands to Post (\$1.1 billion)
- ▶ General Mills' acquisition of Annie's, Inc. (\$820 million)
- ▶ Acquisitions by 3M Company of Arizant (\$810 million) and Attenti (\$230 million)
- ▶ Acquisition by Hormel Foods Corporation of Applegate Farms (\$775 million) and CytoSport (\$450 million)
- ▶ Sale of Retek Inc. in public bidding war won by Oracle Corporation (\$670 million)
- ▶ Graco Inc.'s acquisition of the global finishing business of Illinois Tool Works Inc. (\$650 million)
- ▶ C.H. Robinson Worldwide's acquisitions of Phoenix International Freight Services (\$635 million) and freightquote.com (\$365 million)
- ▶ Archer-Daniels-Midland's acquisition of Minnesota Corn Processors (\$635 million)
- ▶ Sale of Stellant, Inc. to Oracle Corporation (\$440 million)

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