



## Michael R. Nixt

Attorney

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**PRACTICE AREAS:** Business Law, Closely Held Businesses, Mergers and Acquisitions, Securities, Real Estate, Energy and Public Utilities, Technology, Estate Planning and Wealth Preservation

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Early in his career, Mike found himself in the center of successful deal negotiations that would eventually reshape the pleasure boating industry. His firsthand experience in completing even the most challenging and time-constrained tasks needed to successfully accomplish transactional finality fueled his desire to support and successfully guide clients in their ever-evolving business and personal transactions and strategies. In the 20-plus years since, Mike has counseled clients in a multitude of industries and transactions encompassing a broad array of transaction structures and objectives.

He is frequently called upon as a trusted business advisor, strategist, and confidant, often in the capacity of de facto in-house counsel. Invaluable experience gained from prior industry practice – including two international public accounting firms, a Fortune 100 corporation, and a multistate franchising company – enables Mike to provide big-picture strategies with a practical, problem-solving approach.

Mike guides business transactions for closely held family businesses, middle-market companies, and early-stage emerging enterprises in the following areas:

- Forming businesses and business form selection
- Raising capital in debt/equity transactions and private equity
- Operating with buy-sell, employment, manufacturing, private-label, distribution consulting, and myriad other business agreements
- Expansion through acquisitions, strategic alliances, and joint ventures
- Operational succession through sales, redemptions, management transition, family, and intergenerational transfers
- Securing and retaining top management personnel through various incentive compensation plans and programs

Mike provides legal advice and representation to a broad and diverse group of business clients across a wide range of representative matters, from stock sales, mergers, and joint ventures to closing critical funding deals and creating new opportunities through licensing agreements. His clients' industry sectors include manufacturing, merchandising, heavy equipment construction and demolition, energy transmission and distribution, telecommunications, transportation, real estate development, medical device billing and collections, and commodities brokerage and futures operations. Mike's experience in the area of professional services includes the legal, accounting, advertising, medical, dental, and veterinary fields.

## Experience

- **Counseled ownership group in the sale of advertising agency.** Advised as lead counsel to the closely held business owners of a multinational advertising agency in the successful marketing, auction, and sale of equity valued in excess of \$135 million.
- **Structured strategic alliance for new data network for energy client.** Represented a regional energy transmission and distribution company in the successful structuring, negotiation, and documentation of a strategic alliance resulting in the establishment of a state-of-the-art wireless data network, which replaced its antiquated predecessor.
- **Corporate and licensing counsel in major sale for sporting equipment company.** Represented a client in the negotiation, structure, and sale of its sporting equipment business, including the use of licensing agreements to ensure retention of ownership and control over critical intellectual property rights during the earn-out period and to avoid superior liens of uncooperative senior lenders.
- **Secured \$220 million credit facility for business.** Represented an agribusiness client in negotiating a \$220 million line of credit and term loan facility essential to fund working capital and operating requirement with multiple stages on a syndicated basis.
- **Led asset sale for beer wholesaler.** Represented a closely held business owner in the sale of substantially all of the assets of his wholesale beer distributorship.
- **Counseled metal manufacturer through accelerated stock sale.** Represented the closely held business owners of a large domestic corporation engaged in the manufacture and sale of metal products from multiple facilities located throughout the United States in the sale of stock of the principal operating entity and the sale of assets of affiliated entities to a multinational company. Effectively navigated a myriad of transaction-related issues, including tax, antitrust, intellectual property, real estate, product warranties, financing, employment, environmental, and regulatory concerns to successfully consummate the transaction in less than 90 days from commencement of negotiations on definitive transaction documents to closing.
- **Led management-employee team in successful company purchase.** Represented a team of management-employees in their successful acquisition of the wood-frame engineered, metal-building operating division of a multinational corporation.
- **Established international trade agreement for manufacturer's patented technology.** Represented a U.S.-based corporation in establishment of an international distributor relationship,

including negotiation and documentation of the licensing of patented manufacturing technology and the related product for use and sale by the distributor/licensee on an international basis.

- **Guided Wi-Fi company's major acquisitions and sales.** Represented a publicly held client engaged in the wireless telecommunications business in several acquisitions and divestitures, including a \$1.2 billion acquisition of broadly disbursed telecommunications assets and operations located in the Southeast and Pacific Northwest regions of the United States, the exchange of operating assets and licenses in the Pacific Northwest for operating assets and licenses in the Southeast and other property, and the \$35 million sale of incumbent local exchange carrier operations covering three communities in southern Maine.

## Education

William Mitchell College of Law, J.D.; *cum laude*

Minnesota State University Mankato, B.S.; *cum laude*

## Classes / Seminars Taught

"Strategic Partnering – Exit Strategies, Concepts, and Procedures," National Telephone Cooperative Association National Convention

"Financial Statements – The Roadmap to an Acquisition," Minnesota Institute of Legal Education

"How Can I Be Liable, I Bought Only the Assets? Successor Liability in Asset Acquisitions," Hennepin County Bar Association

"Buy-Sell Agreements, an Overview," Hennepin County Bar Association

Lecturer, Hennepin County Bar Association – Business, Banking, and Finance Section

## Admissions

Minnesota

## News

*Midwest Real Estate News* Lists Moss & Barnett Among Top Law Firms for 2023  
*Midwest Real Estate News*, 12.27.2023

Alert: *Moratzka* Decides Century-Old Plat not Subject to Marketable Title Act  
*Moss & Barnett Advocate (Spring/Summer 2023 edition)*, 08.15.2023

Alert: The Uniform Electronic Wills Act  
*Moss & Barnett Advocate (Spring/Summer 2023 edition)*, 08.15.2023

*Midwest Real Estate News* Lists Moss & Barnett Among Top Law Firms for 2022  
*Midwest Real Estate News*, 01.05.2023

*Midwest Real Estate News* Lists Moss & Barnett Among Top Law Firms for 2021  
*Midwest Real Estate News*, 12.01.2021

*Midwest Real Estate News* Lists Moss & Barnett Among Top Law Firms for 2020  
*Midwest Real Estate News*, 10.01.2020

*Midwest Real Estate News* Lists Moss & Barnett Among Top Law Firms for 2019  
*Midwest Real Estate News*, 09.19.2019

*Midwest Real Estate News* Lists Moss & Barnett Among Top Law Firms for 2018  
09.18.2018

Alert: Minnesota Supreme Court Case May Change Taxation of Minnesota Trusts  
08.22.2018

Estate Tax Alert – Tax Cuts and Jobs Act  
12.22.2017

Proposed Changes to IRS Regulations May Limit or Eliminate Valuation Discounts for Family-Owned Businesses  
09.26.2016

## **Publications**

Attention Businesses: FinCEN Wants Your Information  
*Moss & Barnett Advocate (Fall 2023/Winter 2024 edition)*, 02.26.2024

Estate Planning Alert: Minnesota Gift/Estate Tax  
03.24.2014

## **Professional Associations**

As part of his professional and civic participation, Mike formerly served the City of Ramsey for a decade as its chair of planning and zoning and as chair of the Board of Adjustments

American Bar Association

Minnesota State Bar Association

Hennepin County Bar Association

American Institute of CPAs

Minnesota Society of Certified Public Accountants

