

# Snell & Wilmer

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## **James J. Scheinkman**

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## **Main Bio**

Jim Scheinkman is a practice group leader of the firm's Corporate and Securities Group. His practice focuses on assisting mid-market companies and their owners in mergers and acquisitions, financings, joint ventures, corporate governance and shareholder dispute resolution, securities offerings, technology development and transfers, executive compensation and other corporate and commercial matters. Jim also serves as a trusted advisor for a variety of mid-market businesses.

## **Representative Transactions**

Jim Scheinkman has served as the lead attorney in the following representative transactions:

- Represented Brandman University (part of the Chapman University System) in a 2012 joint venture to create a new college providing Dual Language English Immersion degree programs for native Spanish speakers
- Represented GHD in its 2011 acquisition of Winzler & Kelly
- Represented Intri-Plex Technologies, Inc., in its 2010 sale to MMI Precision Technologies Limited
- Represented largest shareholder of an aerospace company in an \$850 million sale to a public company
- Represented buying shareholders in buyout of principal shareholder of an exhaust component company in 2010
- Represented the buying shareholder in buyout of major shareholder in a construction products company in 2009
- Represented the buying shareholder in buyout of major shareholder in RV park and related real estate holding company in 2009
- Represented the sellers in the sale of majority control of prosthetic company to two private equity groups in 2008
- Represented an employee-owned, international architectural firm in a complex corporate reorganization
- Represented the acquirer in the recapitalization and debt financing, as well as in the equity fund formation and equity raise of Pro-Motion Distributing, a leading distributor of branded specialty automotive aftermarket parts
- Represented the seller in the original sale and subsequent repurchase of a provider of construction

and maintenance services to the telecommunications industry, to a global industrial equipment and manufacturing company

- Represented a franchisee in roll-up of a large food industry franchisee involving approximately 20 partnerships

## Education

- New York University School of Law (J.D., 1983)
- State University of New York, Binghamton (B.A., Economics and Environmental Studies, with distinction, 1980)

## Professional Memberships & Activities

- Association for Corporate Growth, Orange County Chapter (2000-present)
  - Board of Directors (2000-2011, 2015-present)
  - President (2005-2006)
- Forum for Corporate Directors
- American Bar Association
  - Private Target Mergers & Acquisitions Deal Points Studies (2009, 2011, 2013, 2015, 2017, 2019)
  - M&A Carve-Out Transaction Deal Points Study (2017)
- Orange County Bar Association, Business and Corporate Law Section
  - Chair (1999)
  - Officer (1996-1999)
  - Corporate Counsel Section, Co-Chair (1994-1995)

## Representative Presentations & Publications

- "Corporate Governance and Board of Directors Issues" (Training Program for Pro Bono Nonprofit Organizations Legal Assessment Clinic), Presenter, ACC-SoCal, Public Law Center, Snell & Wilmer Orange County Office, Costa Mesa, CA (April 4, 2019)
- "[M&A Closings: "It Ain't Over Till It's Over,"](#)" Co-Author, Orange County Business Journal (November 5, 2018)
- "Corporate Governance and Board of Directors Issues" (Training Program for Pro Bono Nonprofit Organizations Legal Assessment Clinic), Presenter, ACC-SoCal, Public Law Center, UCI Law, Irvine, Ca (May 10, 2018)
- "Key Strategies in Negotiating Letters of Intent in Mergers and Acquisitions," Presenter, Lorman Education Services, Webinar (February 14, 2018)
- "[The Seaworthy Seller: Preparing for the M&A Voyage.](#)" Author, Orange County Business Journal (November 6, 2017)
- "[Orange County United Way Welcomes James Scheinkman to the Board of Directors,](#)" Snell & Wilmer Press Release (July 19, 2017)
- "Letters of Intent: Tips on How to Properly Start the M&A Process," Co-Presenter, OC Healthcare Financial Network, Irvine, CA (June 9, 2017)

- "[Business Transition Checklist: Key legal \(and some business\) considerations for a smooth and profitable business transition](#)," Presenter, Business Transition Symposium, Newport Beach, CA (May 17, 2017)
- "Key Strategies in Negotiating Letters of Intent in Mergers and Acquisitions," Presenter, Lorman Education Services, Webinar (February 14, 2017)
- "[The Tie that Binds: Enforceability of Merger Provisions Against Non-signatory Shareholders](#)," Co-Author, Orange County Business Journal (November 14, 2016)
- "[What a Drag \(-Along\)! - Dealing with minority owners in M&A deals](#)," Co-Author, Orange County Business Journal (November 9, 2015)
- "[M&A Secrets Revealed? Protecting a seller's attorney communications](#)," Co-Author, Orange County Business Journal (September 29, 2014)
- "Clinic in a Box<sup>SM</sup> Program" (Training Program for Non-profit Entity Intake – Legal Forms and Governance), Presenter, ACC-SoCal, Public Law Center, Corporate Pro Bono (February 5, 2014)
- "Key Strategies in Negotiating Letters of Intent to Buy or Sell a Business," Presenter, Chapman University, Orange, CA (March 26, 2014)
- "Negotiating Letters of Intent in M&A Transactions," Presenter, USC Gould School of Law Course, Los Angeles, CA (February 2014)
- "[Successful Growth Through Acquisitions](#)," Author, Orange County Business Journal (September 30, 2013)
- "Enforceable or Unenforceable? Examining Commonly Used Contract Provisions," Speaker, Association of Corporate Counsel SoCal, Long Beach, CA (June 11, 2013)
- "['Plan B' for Rule 10b5-1 Plans](#)," Co-Author, Orange County Business Journal (April 1, 2013)
- "Negotiating Letters of Intent in M&A Transactions," Presenter, USC Gould School of Law Course, Los Angeles, California (January 2013)
- "[Goodwill Hunting: Enforcing Non-Competes in California M&A Transactions](#)," Co-Author, Orange County Business Journal (September 24, 2012)
- "Key Strategies in Negotiating Letters of Intent in Mergers and Acquisitions," Presenter, Lorman Education Services, Audio Conference (May 22, 2012)
- "Private Target M&A Deal Points: An Interactive Case Study," Presenter, Private Equity Association Los Angeles (PEALA), Los Angeles (March 8, 2012)
- "Key Strategies in Negotiating Letters of Intent to Buy or Sell a Business," Presenter, University of Southern California Gould School of Law, Los Angeles (January 30, 2012)
- "[Advising business owners who hate their partners](#)," Co-Author, Daily Journal (January 19, 2012)
- "Representing Business Owners Who Hate Their Partners: Resolving Shareholder Disputes," Presenter, Orange County Bar Association, Orange County (November 30, 2011)
- "[Buyer Beware: Creditor claims in asset purchases](#)," Author, Orange County Business Journal (September 19, 2011)
- "The M&A Case Study: Key Strategies for Negotiating Letters of Intent to Buy or Sell a Business," Presenter, Entrepreneurs' Organization, Orange County (October 1, 2010)
- "[Separate and Unequal Treatment in M&A Deals? Director Duties to Different Classes of Shareholders](#)," Co-Author, Orange County Business Journal (August 23, 2010)

- "[Our Orange County Winter of Discontent](#)," Co-Author, Orange County Business Journal (November 24, 2008)
- "Private Equity Acquisitions and Directors' Duties," Co-Author, Orange County Business Journal Supplement (August 27, 2007)
- "Reading Between the M&A Lines," Co-Author, Orange County Business Journal Supplement (July 31, 2006)
- "Selling Your Business to a Private Equity Firm," Author, Orange County Business Journal (January 9, 2006)
- "Buying and Selling a Business in California," Lorman Presentation (October 27, 2004)
- "Attorneys and Corporate Governance: Life After Sarbanes-Oxley," Orange County Bar Association Section Meeting (November 19, 2002)
- "Audit Committees: Revising Their Duties and Enhancing Their Effectiveness," American Electronics Association, Orange County Chapter (October 10, 2002)

## Professional Recognition & Awards

- AV Preeminent<sup>®</sup> Peer Review Rating from Martindale-Hubbell<sup>®</sup>
- The Best Lawyers in America<sup>®</sup>, Securities Regulation (2007-2020); Corporate Governance and Compliance Law (2007-2014)
- Southern California Super Lawyers, Mergers & Acquisitions (2006-2010, 2014-2016)
- Wiley W. Manuel Certificate for Pro Bono Legal Service, State Bar of California (2013)
- Nick Yocca Award of Distinction & Merit, Association of Corporate Growth, Orange County Chapter (2011)
- Super Lawyers, Mergers & Acquisitions - Business Edition (2011)
- Super Lawyers, Mergers & Acquisitions - Corporate Counsel Edition (2009)

## Community Involvement

- Orange County United Way
  - Board of Directors
  - Presidents Circle
  - Tocqueville Society
- South Coast Repertory, Audience Development Committee

## Bar Admissions

- California
- New York (inactive)
- Massachusetts (inactive)

## Court Admissions

- Supreme Court of California
- Supreme Court of New York
- Supreme Judicial Court of Massachusetts
- United States District Court, Central District of California

- United States District Court, Southern District of California