

## MARK MCGOWAN



### Partner

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Mark McGowan has been a partner at Plunkett Cooney since 1983 and has been engaged in the practice of business law since joining the firm in 1974. A member of the firm's Real Estate & Transactional Practice Group, he has experience in virtually all aspects of corporate, financial, securities, tax and commercial transactional matters, as well as experience representing parties in complex business disputes.

### Representative Client Work

- Managed and resolved minority shareholder disputes for over 40 closely held businesses including manufacturing, professional, agricultural, hospitality and medical enterprises
- Acted as primary legal counsel for \$1,000,000,000 tier-one automotive manufacturer for global acquisitions
- Negotiated and drafted joint venture agreements between U.S. manufacturers and foreign entities in countries including Mexico, Spain and India
- Structured, drafted and secured state and federal law exemptions and related Offering Circular materials for over 35 separate private offering syndications for regional brokerage firm
- Lead counsel in negotiation, formation and governance of retail service provider partnership comprised of six independent regional providers offering national coverage
- Represented innovative start-up company through successful multimillion dollar funding with venture capital groups

### Areas of Practice

- Business Enterprises Law
- e-Business & Internet Law
- Financial Services Liability
- International Law
- Real Estate Law

### Honors & Awards

- Martindale-Hubbell's highest rating-AV Preeminent™ Peer Review Rated. AV Preeminent is a certification mark of Reed Elsevier Properties Inc., used in accordance with the Martindale-Hubbell® certification procedures, standards and policies.

### Education

- University of Detroit School of Law, 1974, J.D.
- University of Notre Dame, 1971, B.A., cum laude

### Bar & Court Admissions

- Michigan, 1974
- U.S. District Court, Eastern District of Michigan, 1977
- U.S. Court of Appeals, Sixth Circuit, 1988

- Negotiated, drafted and enforced (in civil litigation and arbitration) employment, sales representation, and executive compensation arrangements on behalf of companies, employees and vendors
- Prosecuted six-week federal jury trial, affirmed by Sixth Circuit Court of Appeals, which was the first reported United States' decision finding federal securities law liability of lawyers to investors for misrepresentation contained in an Offering Circular
- Represented major metropolitan Detroit nonprofit entity in merger/combination with national nonprofit enterprise
- Represented 430 plaintiffs in the prosecution of a federal securities law claim against a national syndication group resulting in multimillion dollar settlement recovery

## Professional Affiliations

- Oakland County Bar Association
- State Bar of Michigan (Real Property Law Section, Taxation Section, and Corporate Finance & Business Law Section; Partnership Taxation Committee, Chairperson 1985-87)
- State Bar of Michigan Tax Council, 1987-1990
- Catholic Lawyers Association
- American Bar Association

## Community Involvement

- University of Notre Dame Alumni Club of Detroit (Director and President, 2007-2008; "Award of the Year," 2011)
- Prince of Peace Parish, Member of Parish Council (2 terms) and past Council Chairperson
- University of Detroit Alumni Club

## Publications and Lectures

- "Anatomy of a Deal," lecturer and author, Michigan Association of Certified Public Accountants, 2011
- "Management of the Due Diligence Process," lecturer and author, Michigan Association of Certified Public Accountants, 2008
- "Key Nonfinancial Elements in the Acquisition Agreement," Plunkett Cooney Business Advisor, August 2007
- Plunkett Cooney Business Advisor, quarterly newsletter, Editor-In-Chief and contributing author, 2006–present
- "Letter of Intent – a 'Must' for Sellers," Plunkett Cooney Business Advisor, August 2006
- "Acquisition Agreements: Key Issues, Shortcuts and Important Strategies," lecturer and author, Michigan Association of Certified Public Accountants, 2006
- "Business Acquisition Overview from the Controller's Perspective," lecturer and author, Michigan Association of Certified Public Accountants, 2005

- “Sale, Marketing and Negotiation Issues in Acquisitions,” lecturer and author, Michigan Association of Certified Public Accountants, 2005
- “Key Negotiating Issues for Buyer and Sellers,” lecturer and author, Michigan Association of Certified Public Accountants, 2004
- “Drafting Business Partnerships,” lecturer and author, Institute of Continuing Legal Education, 2003
- “Architecture of Selected Transactional Documents,” lecturer and author, Institute of Continuing Legal Education, 2002
- “Fiduciary Duties of Officers,” speaker, Wall Street Review National Audio Web site (interview posted for three weeks), 2000
- “The Real Estate Attorney’s Role in a Business Acquisition,” lecturer and author, State Bar of Michigan, Real Property Law Section, 2000
- “Michigan Partnership Agreements,” lecturer and author, Institute of Continuing Legal Education, 1996
- “Annotated General Partnership Agreements,” author, Institute of Continuing Legal Education Online Form Bank, 1993 – present
- “Formation and Dissolution of Michigan Partnerships,” lecturer and author, Institute of Continuing Legal Education, 1992
- “Future Issue in Taxation,” co-chair, CPA-Attorney Conference, 1990
- Chairperson and moderator at Summer Tax Conference, State Bar of Michigan, Taxation Section, 1989
- “Changes in the Partnership (Essential Tax Planning Considerations),” co-author, The Monthly Digest of Tax Articles, 1988 and Michigan Bar Journal, 1987
- “State of the Law 1988: Recent Developments in Taxation,” lecturer and author, State Bar of Michigan Annual Meeting, Taxation Section, Institute of Continuing Legal Education, 1988
- “Dissolution and Termination of Partnerships,” lecturer and author, Institute of Continuing Legal Education, 1987
- “Tax Shelters and Passive Losses,” lecturer and author, University of Detroit School of Law, 1986
- “Coping with the New Passive Loss Regulations: Pitfalls and Strategies,” commentator, Institute of Continuing Legal Education, 1985
- “Tax Advantaged Equipment Leasing,” lecturer and author, Institute of Continuing Legal Education, 1985