

# ATTORNEY GUMINA AUTHORS CHAPTER 19 OF THE IICLE “ILLINOIS CONTRACT LAW” HANDBOOK

Joseph E. Gumina will be a contributing author for the 2012 Edition of the Illinois Institute for Continuing Legal Education’s treatise titled “Illinois Contract Law.” Attorney Gumina has authored Chapter 19 entitled *Guidelines for Drafting Specific Contract Clauses in Employment Agreements*. This chapter provides practical advice and examples on how to properly draft an employment agreement and explores extensively the developing law with regard to the enforceability of arbitration provisions in employment contracts. In 2010, Attorney Gumina was the general editor and contributing author for the publication titled *Illinois Employers’ Management Handbook—Leadership Training for Illinois Supervisors* providing front-line supervisors and managers practical advice on complex legal issues employers frequently encounter in the workplace.

Attorney Gumina leads O’Neil, Cannon, Hollman, DeJong and Laing S.C.’s labor and employment practice. Attorney Gumina has extensive experience representing management in a vast array of employment and labor matters and is a frequent speaker on the latest topics facing employers. Attorney Gumina is licensed to practice in the states of Illinois and Wisconsin and has represented clients in litigation matters in both state and federal courts in Illinois and Wisconsin.

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## SUCCESSION PLANNING SEMINAR

On April 26th, Joseph Maier was a featured speaker for a Wisconsin Underground Contractors Association member seminar focused on Succession Planning.

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## HELPING CLIENTS SELL A SMALL OR MEDIUM SIZED BUSINESS

On April 25th, Attorney Joe Maier was the featured speaker in a day long National Business Institute Seminar entitled “Helping Clients Sell a Small or Medium Sized Business.” Mr. Maier’s presentation focused on the tax aspects of selling a business and the valuation issues involved in the planning stages of a business sale.

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# MITSUBISHI HEAVY INDUSTRIES OF AMERICA



“...because when it comes right down to it, you just need to win.”

-Dean Laing

## Job well done.

O’Neil Cannon represented Mitsubishi Heavy Industries America during the four-year dispute over costs related to the construction of the retractable roof at Miller Park. This complex case involved 162 depositions in three countries, the production of 2.9 million pages of documents, and several trips to the Court of Appeals. After three days of mediation involving 22 attorneys from seven states, a settlement was reached which benefited Mitsubishi, the Baseball Park District, and the taxpayers of the five county baseball district.

We are proud to have been an integral part of this negotiation, achieving the following result for our client:

- Mitsubishi paid nothing on the Baseball Park District’s \$50 million claim
- Mitsubishi received \$18 million on its counterclaim
- OCHDL obtained a significant ruling, which resulted in Mitsubishi’s litigation costs being 100% covered by insurance

When disputes arise, you need someone looking out for your best interests. We are well-known for our ability to succeed in high-stakes, complex business litigation cases, successfully representing both plaintiffs and defendants during court proceedings. Our unique, cross-disciplined practice provides our clients with effective, street-smart representation.

When you need to get the job done.

We know how to make it happen.

Headquarters: New York, NY

Offices: Numerous locations throughout the world

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# TEAM INDUSTRIES



## Building strong connections.

*"We've become a trusted sounding board and advisor."*

*-Tom Merkle*

Just outside of Kaukauna, Wisconsin lies the North American leader for on-time delivery of high quality pipe fabrication and fabricated vessels. TEAM Industries, Inc. prides itself on "Systemic Quality Control," which ensures its products comply with exacting industry standards, providing a high level of customer value.

Serving the petro-chemical and power industry is a daunting challenge. From the complex bidding process, to fluctuating material costs, to unpredictable timelines and regulatory requirements, successful risk management is critical to a positive outcome. That's where O'Neil, Cannon, Hollman, DeJong and Laing can help. Our 40 years of business-to-business experience allows us to provide advice and counsel as a foundation for sound decision making, and assertive representation in the event of litigation. The trust earned over the years has even placed one of our seasoned attorneys, Tom Merkle, on TEAM's Advisory Board.

In the pipe fabrication business, problems and solutions are sometimes miles apart. When everything's on the line, you need a law firm that knows your business, understands your objectives, and fights to protect your interests.

We can be a valuable player on your team.

Headquarters: Kaukauna, WI

Fabrication Facilities: Kaukauna, WI, Oconto Falls, WI and Port Arthur, TX

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# DICKTEN MASCH PLASTICS



## Turning skeptics into believers.

“Relationships can be edgy... but great honest work has a way of curing that.”

-Joe Gumina

From its humble beginnings as a local tool shop in 1941, no one predicted the company founded by Erich Dickten and Al Masch would grow to become the national thermoplastic and thermoset plastics leader, Dickten Masch Plastics. It was nearly 70 years later when the current visionaries of the company, CEO Steve Dyer and CFO Steven Braun, were introduced to O’Neil, Cannon, Hollman, DeJong and Laing. Dyer and Braun met us with a healthy dose of skepticism, particularly since they had not had great experiences with law firms—any law firm. Lawyers were seen as pricey, unresponsive, and superficial—nothing more than “a necessary evil.” Against that backdrop, we began our relationship with Dickten Masch Plastics and once again, no one anticipated the success of the relationship that would follow.

In two short years, the bold vision of Dyer and his team was realized. Together, we were able to achieve the implementation of an international acquisition plan that greatly expanded the reach of Dickten Masch’s capabilities and the markets they serve. As our lawyers worked to provide the company with complex contractual counsel and guidance through human resource challenges, we found that our high integrity and Midwestern work ethic matched up nicely with their own storied history.

In today’s challenging global economy, Dickten Masch Plastics believes, “You need more than parts from your suppliers. You need partners—people who can help you reduce costs, save time, lower risk and improve quality throughout your value stream.”

We believe that too.

Headquarters: Nashotah, WI

Production Facilities: Ankeny, IA and Monterrey, Mexico

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## MARSH ELECTRONICS



Representing the marketplace interests for over 30 years.

A closely held distributor of electronic componentry, Marsh Electronics is the kind of

Wisconsin-based firm that the entire state can be proud of. A successful, mid-size employer, and a regional leader in distributing a wide range of electronic components and solutions throughout the North Central United States.

Although founded in 1937, O'Neil, Cannon, Hollman, DeJong and Laing came on board back in the 1980's. In that time, the company was acquired by a larger National firm, then  purchased back by the current management team. O'Neil was present at both transactions ensuring a smooth transition. Likewise, our firm has been involved in virtually every aspect of their business — from employment, contract, human resources, and more.

President John Casper has valued our relationship so much that our President, Jim DeJong, was asked to be a member of Marsh Electronics' Board of Advisors.

**Headquarters:** Milwaukee, WI

**Branch Offices:** Appleton, WI, Greenvilee, WI,

Hoffman Estates, IL, Twinsburg, OH, Columbus, OH,

Bloomington, MN, Nobleville, IN

WANT TO SHARE YOUR STORY? [Just let us know.](#)

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## O'NEIL, CANNON IS PLEASED TO ANNOUNCE THAT ATTORNEY DOUGLAS DEHLER HAS JOINED THE FIRM

O'Neil Cannon recently hired Attorney Douglas Dehler to expand it's litigation group. Mr. Dehler's legal practice involves business litigation, class action litigation, whistleblower (*qui tam*) lawsuits, ERISA fiduciary litigation, and the representation of clients in a wide range of insurance matters, including insurance bad faith litigation. He has practiced law in the Milwaukee community for more than 20 years, since graduating *cum laude* from the University of Wisconsin Law School in 1991. Mr. Dehler graduated *cum laude* from Washington University in St. Louis, Missouri, where he received his Bachelor of Science in Business Administration in 1987.

During his legal career, Mr. Dehler served as vice-president and senior litigation counsel for a national health insurance company, where he supervised a staff of in-house attorneys,

paralegals and local attorneys and defended the company in litigation throughout the country, including class action litigation. He also regularly advised senior management on risk management and operational issues arising in the claims and underwriting units of the company.

Mr. Dehler has been actively involved in various local bar and community organizations. He currently serves on the *pro bono* committee for the Eastern District of Wisconsin Bar Association, and has been commended by courts for his *pro bono* service. Mr. Dehler also has an interest in issues concerning children with autism spectrum disorders, and is a member of the national Autism Society, the Autism Society of Wisconsin, and the Autism Society of Southeastern Wisconsin.

O'Neil Cannon, founded in Milwaukee in 1973, is a full-service legal practice that primarily focuses on providing business law and civil litigation services to closely-held businesses and their owners. The firm represents corporations, institutions and partnerships at all stages of the business life cycle, helping them start, grow and transition from one generation to the next. We also assist business owners with their personal legal needs including tax and estate planning, family law and litigation - including personal injury litigation.

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## **FIRMS ADVISE ZEON SOLUTIONS ON THE ACQUISITION OF THE GRAND RIVER**

Pentvia Partners is pleased to announce Zeon Solutions has acquired The Grand River. Zeon Solutions (located in Milwaukee, Wisconsin) and The Grand River (located in Ann Arbor, Michigan) provide contract software and development services and specialize in e-commerce, search optimization, content management and mobile applications. Zeon is more focused on industrial customers such as Brady Corporation and Grand River is more focused on retailers such as Gander Mountain and Eddie Bauer.

Pentvia Partners provided M&A advisory services to Zeon Solutions during this transaction and O'Neil Cannon provided legal assistance and deal advisory services.

Zeon Solutions and The Grand River brands will maintain their unique identities in the marketplace. Both are fast-growing companies: Zeon is an Inc. 500 firm with 250 employees and a compound annual growth rate of 30 percent during the past three years; The Grand River has 35 employees and a compounded annual growth rate of 125 percent during the past three years.

“Both organizations have complementary capabilities and deep eCommerce skill sets, so we see this as an outstanding opportunity to grow together,” said Rupesh Agrawal, CEO of Zeon Solutions.

The combined firms have business-to-consumer and business-to-business experience in a wide range of vertical markets. Their greatest asset is a highly scalable strategic team with strong experience in eCommerce platforms, content management systems, software application development, creative and information design, user experience (UX) and usability, search engine marketing and optimization (SEM/SEO), analytics, social media solutions and more.

“As Zeon Solutions and The Grand River got to know one another, it became clear both companies provided services that were complementary,” said Scott Robertson, The Grand River CEO and co-founder.

Pentvia Partners, LLC is a Mergers and Acquisition advisory firm working with closely held businesses in the lower-middle market. Pentvia’s clients consist of growth-oriented companies considering a merger or acquisition strategy, divestiture of a product line, a need for equity capital, or desire to restructure debt.

O’Neil Cannon is a full-service legal practice that focuses on providing business law and civil litigation services to closely-held businesses and their owners. The Firm counsels clients in asset, stock or merger transactions, and the various tax, ERISA, labor and real estate issues that cut across virtually every deal.

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## **MAIER CERTIFIED AS AN ESTATE PLANNING LAW SPECIALIST**

Attorney Joe Maier is newly certified as an Estate Planning Law Specialist by the Estate Law Specialist Board, Inc., an organization accredited by the American Bar Association and affiliated with the National Association of Estate Planners and Councils.

To become Board-certified as an Estate Planning Law Specialist, an attorney must have devoted at least one-third of his or her practice to estate planning for a minimum of five years. In addition to passing a comprehensive examination in estate planning law, the attorney must also receive recommendations from five colleagues and must establish that he or she has at least 36 continuing legal education credits within the last three years.

Joe assists businesses, their owners and investors with employee benefit design and ERISA issues, executive compensation planning, income tax planning surrounding the creation, operation and liquidation of business entities and the creation, formation, merger and acquisition of businesses. Joe assists business owners and families in succession planning and estate planning.

O'Neil Cannon, founded in Milwaukee in 1973, is a full-service legal practice that primarily focuses on providing business law and civil litigation services to closely-held businesses and their owners. The firm represents corporations, institutions and partnerships at all stages of the business life cycle, helping them start, grow and transition from one generation to the next. We also assist business owners with their personal legal needs including tax and estate planning, family law and litigation-including personal injury litigation.