



## Business Breakups & Partnership Disputes



### At a Glance

#### We Understand

At Munck Wilson Mandala, we understand that business relationships are complex and can change over time. Long-trusted partners can suddenly become untrustworthy; minority owners may begin to over-value their contributions and demand more; majority owners can begin to squeeze out their minority partners; faithful employees may try to steal trade secrets and client lists. All too often, these types of disputes lead to business breakups and expensive, prolonged litigation.

#### Focus on Best Possible Results

Our team helps business owners and partners navigate these dangerous waters, always mindful of the emotional underpinnings that can fuel these disputes, so we can keep our clients focused on achieving the best possible results in difficult circumstances.

#### Hybrid Litigation/Transactional Team

We use a hybrid approach to business breakups that combines our litigation and dispute resolution pros with our highly experienced transactional attorneys who can help restore the business or partnership in the wake of sometimes dramatic changes necessitated by a business divorce.

### Overview

**Munck Wilson Mandala's litigation team is known for having the backs of our clients who are facing a business breakup or partnership dispute. We help clients in various industries handle very complex business disputes where partners can no longer agree, minority owners demand more control, limited partners are not receiving expected distributions, or business owners leave and take proprietary information.**

Our team has experience representing all sides of internal business disputes, including the majority owners, minority owners, general partners, limited partners, and the companies themselves. We represent all types of businesses, from manufacturing to high-tech, from startups and closely held entities to mature, middle market companies. Our experience and sound advice help our clients understand their options, and when necessary, aggressively protect their assets.

At Munck Wilson Mandala, we have worked with many clients who have undergone a business breakup or partnership dispute. We have successfully prosecuted and defended cases in federal and state trial and appellate courts, before arbitration panels, and in administrative actions before federal and state agencies throughout the United States. Our meticulous approach to legal analysis and advocacy allows us to present our clients' best and most persuasive case.

### Representative examples include:

- Defending general partners accused of breaching duties owed to limited partners;
- Prosecuting breach of fiduciary duty claims on behalf of limited partners against general partners;
- Obtaining injunctive relief against minority shareholders, who opened competing businesses using company trade secrets and client lists;
- Regaining control over companies from one partner(s) on behalf of another partner(s);
- Assisting a group of members expel an unwanted member; and
- Helping a majority member acquire and value the shares of a deceased member.
- Clients who face a business breakup or partnership dispute rely on our legal team to help them assess their options. We carefully consider governance clauses, buy-out triggers, estate planning provisions, valuation and payments mechanisms, and other factors and present clients with a clear understanding of the strengths and weaknesses of their legal options. When and if a business breakup is imminent, our award-winning teams of highly skilled trial and corporate attorneys work in tandem to protect our clients' interests and assets.
- We may also bring in our tax and estate planning experts if necessary to identify risks and strategy. We provide clients with safeguards and use our insider knowledge and decades of dispute resolution experience to protect the interests of our clients.

### Our Business Breakup and Partnership Dispute Services include:

- Actions for Access to Company Books and Records
- Bankruptcy
- Breach of Fiduciary Duty
- Breach of Partnership Agreements, Company Agreements, and Shareholder Agreements
- Business Valuation Disputes
- Corporate Takeovers
- Distressed Asset Sales
- Expulsion of Members and Partners
- Involuntary Removal of Officers or Directors
- Joint Venture Formation and Dissolution
- Non-compete and Non-solicitation Agreements
- Proxy Battles
- Shareholder Rights in Merger Transaction
- Trade Secret Litigation