



# HENSON EFRON

**TIMOTHY M. WALSH**

**ATTORNEY, SHAREHOLDER**

## Contact

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## Profile

Timothy M. Walsh has 30 years of complex and diverse experience in law and business including insight as an in-house general counsel. With an emphasis on corporate/general business law, financing and commercial real estate, and in particular a strong focus on developing and advising entrepreneurial companies, he is uniquely suited to assist business and real estate clients given his comprehensive background representing entities of all types and sizes.

## Representative Experience

### General

- Served as General Counsel, Executive Vice President and member of the founding team that took Cosentino North America (the makers of Silestone® countertops) from a small start-up to a national \$300MM+ business with operations in 25+ states
- Represented entrepreneurial companies, real estate developers and financial institutions as attorney and shareholder of Minneapolis law firm
- Worked as in-house counsel for two different Fortune 500 companies

### Outside General Counsel

- Able to fill client needs for 'outside general counsel' and apply knowledge to assist companies in all stages of growth
- Seasoned understanding of entrepreneurs and deep working knowledge of the companies' challenges and rewards

### Business Law

- Participated in \$200MM+ financial transactions representing the borrower
- As in-house counsel and in private practice, documented, negotiated and closed multi-million dollar transactions representing lenders
- Structured entire international organization alongside a foreign partner with over 50 entities for various purposes with minority partners and buy/sell agreements
- Performed tax merger, converting several entities to limited partnerships taking advantage of Texas taxation laws
- Designed and orchestrated complex spin out of real estate holding companies to the controlling owners' family limited partnership entities with minimal tax consequence
- Assisted multiple clients in numerous deals including: sale of electronic game company to Activision; acquisition of Seattle sign distribution company; and the acquisition of several stone distribution and fabrication companies totaling over \$100MM in transactions
- Successfully designed, negotiated and completed significant acquisitions through the Assignment for the Benefit of Creditors process in California and New Jersey
- Started legal career assisting in venture capital deals for Control Data's venture capital arm
- Dealt with international supplier, distribution, financing and formation matters
- Developed comprehensive national distribution agreements for Cosentino North America, Inc. and other clients
- Effectively dealt with product liability laws and issues for clients
- Developed product warranties for national companies
- Evaluated and assisted in optimizing tariff and customs duty for the importation of client's products and saved the company multiple millions of dollars by successfully appealing and reducing the tariff from 4% to no duty
- Advised corporate clients on human resources law including: employment offer letters and agreements, disciplinary issues, independent contractor law, D.O.J. investigations, wage and hour laws, immigration laws and non-compete agreements.
- Oversaw the HR function of 1,200 employees, and was responsible for benefits plans including implementation of self-insurance for health insurance and workers compensation insurance with savings in the millions of dollars
- Evaluated insurance policies, coverages and business risks for corporate clients
- Was Cosentino's chief risk manager responsible for all insurance, and evaluating and minimizing business



## Practice Areas

- Business Law
  - Business Formation, Structuring and Joint Ventures
  - Commercial Lending
  - Corporate Finance and Capital Raising
  - Employment and Executive Compensation
  - Entrepreneurs and Emerging Businesses
  - Family-Owned Businesses and Succession Planning
  - Intellectual Property and Licensing
  - Mergers & Acquisitions (M&A)
  - Supply Chain and Distribution Arrangements
- Real Estate
  - Acquisitions & Sales
  - Development and Construction
  - Easements and License Agreements
  - Land Use and Zoning
  - Leasing
  - Real Estate Finance
  - Workouts, Foreclosure and Bankruptcy

## Additional Services

- International Law
- Products Liability and Warranties
- Insurance
- Customs/Tariffs

## Bar Admissions

- Minnesota

## Education

- J.D., William Mitchell College of Law, 1985
- B.S.B.A., Marketing & Management, Creighton University, 1982

risk

- Successfully pursued business insurance claims including: obtaining \$1.25MM in coverage on a fiduciary policy after several strong denials of coverage; convincing product liability insurer to accept coverage on a potential multi-million dollar claim, including \$2MM in defense costs after insurer strongly denied coverage for several months; obtaining \$3.5MM in coverage on property damage and business interruption claims after insurer first adjusted the loss at less than \$250,000

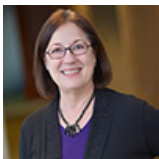
#### Commercial Real Estate

- Formerly certified as Real Property Law Specialist by the Minnesota State Bar Association
- Documented, drafted, negotiated, performed due diligence and closed dozens of multi-million dollar loans throughout the country for ITT Diversified Financial Corp
- Represented several financial institutions in commercial real estate closings, workout and foreclosure of commercial real estate loans
- Sold real estate owned commercial properties for lenders, including U.S. Bank, both locally and nationally
- Structured and closed \$42MM in multi-property deal with GE Capital on behalf of client
- Established \$25MM in unsecured line of credit from Bank of America in order to develop and construct several fabrication facilities for client
- Structured and closed \$19MM real estate loan with foreign lender for domestic client
- Resolved complex title and survey issues, and represented several commercial real estate developers and assisted with T.I.F. financing, city and governmental approvals, leasing, development agreement and construction. Many developments represented were multi-use developments such as Galtier Plaza in St. Paul and the Mankato Mall
- Reviewed and/or negotiated commercial leases on a local and national basis for both landlord and tenant
- Taught both 'basic' and 'advanced' CLE courses on Commercial Leasing
- Negotiated and closed on the purchase or sale of dozens of commercial properties on a national basis
- Was responsible for the management of a \$75MM+ 18 commercial property portfolio that included responsibility for leasing, financial management, cost-segregation analysis, maintenance, acquisition, divestiture and financing
- Resolved environmental issues on sites and obtained No Action/Closure letters or other evidence of remediation

#### Professional Memberships

- American Bar Association, Business Law Section
- Minnesota State Bar Association
- Association of Corporate Counsel

#### Assistant Contact Information



Kathy A. Godfrey; (612) 252-2836