

Joseph A. Hoffman



Partner

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Joe practices in all areas of corporate and securities law, including representation of issuers of securities in public and private offerings in a variety of industries, corporate finance, mergers and acquisitions (domestic and foreign), recapitalizations and restructurings, and corporate governance and intellectual property-related matters.

REPRESENTATIVE EXPERIENCE

- Represented public telecommunications company traded on NASDAQ-NMS in foreign placement of senior subordinated notes and warrants, acquisition of three interexchange carriers and subsequent public offerings of securities
- Counsel to NASDAQ-NMS company regarding a tax-free spin-off
- Served as special counsel to board of directors of NYSE company determining strategic alternatives
- Counsel to private equity group in sale of software company to NASDAQ-NMS Fortune 100 technology company
- Counsel to issuers of securities in public and private offerings, including representation of golf equipment manufacturer/distributor in its initial public offering
- Counsel to private equity group in an acquisition of construction-related fabrication and distribution company, involving multiple levels of debt and equity financing, and its subsequent acquisition by a NYSE company
- Represented NASDAQ-NMS health products supply and distribution company in a number of acquisitions of domestic and foreign distributors
- Represented a family-held business in a recapitalization and subsequent investment by a private equity group
- Represented public telecommunications company traded on NASDAQ-NMS with its acquisition by an NYSE company
- Advised public bank holding company traded on the AMEX in its acquisition by private company
- Represented NYSE bank holding company in connection with an FDIC-assisted reorganization and public rights offering
- Represented AMEX bank holding company in underwritten offerings of common stock and trust preferred securities
- Represented private telecommunications company in its acquisition of a division of an international NYSE company
- Advised clients in Pre-IPO planning and restructuring matters

INDUSTRIES

Aviation
Banking/Financial Services
Construction
Manufacturing and Sales
Private Equity
Technology
Venture Capital

PRACTICES

Corporate Governance
Mergers and Acquisitions
Private Equity
Securities
Venture Capital

EDUCATION

JD, 1981, *with honors*,
The University of Texas
School of Law
BA, 1978, *summa cum laude*,
St. Vincent College

ADMISSIONS

Texas 1981

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PUBLICATIONS

- "Recommendation from the Trenches: Renegotiate your technology agreements now" (March 5, 2009)
- "Doing Deals: The Eight Traits of Successful Negotiators" *Inside the Minds: ExecBlueprints, Aspatore Books* (2005)
- "The Essential Dos and Don'ts of Acquisition Due Diligence" *Inside the Minds: ExecBlueprints, Aspatore Books* (2005)
- "The Legal Pitfalls of M&A Transactions" *Inside the Minds: ExecBlueprints, Aspatore Books* (2005)
- "Securities Regulations" *Doing Business in Texas: A Guide for Foreign Investors Doing Business in the Lone Star State, First and Second Editions* (2003)
- "The Power of Experience" *Inside the Minds of Leading Deal Makers, Aspatore Books* (2002)

PROFESSIONAL RECOGNITION

- Client transaction recognized as a finalist in the "Deal of the Year" at the M&A Advisor 10th Annual Awards (2011)
- Client transaction awarded the "Retail Manufacturing/Distribution & Goods/Services Deal of the Year" at the M&A Advisor 5th Annual Financing Awards (2008)
- Finalist for Advisor on Best Merger or Strategic Deal for the July 2005 - June 2006 year at the 2006 *Dallas Business Journal* M&A Awards

BRIEFINGS, SEMINARS & SPEECHES

Keynote Speaker - National Investment Bankers Association Conference, Sarbanes-Oxley Act of 2002

Guest Lecturer - Securities Regulation, Edwin L. Cox School of Business, MBA Program

Speaker

- Audit Committee Legal Responsibilities, Audit Committee Breakfast Series
- Taking Your Company Public Seminar
- Protection of Intellectual Property Rights in International Commerce, Applied Manufacturing Conference
- Professional Development Program, Advanced Business Drafting Course, State Bar of Texas

AFFILIATIONS

- Dallas Bar Association (Corporate Counsel, Securities and Mergers & Acquisitions Practice Groups)
- State Bar of Texas (Business Law and Intellectual Property Law Sections)
 - Communications Sub-Committee of the Venture Capital and Private Equity Committee of the Business Law Section
- Texas Association of Bank Counsel, Member
- Texas Bar Foundation
- Youth Believing in Change, Board Advisor
- SMU 2009-2011 Business Plan Competitions, Judge
- General Counsel Forum, Underwriter Board of Directors
- Leadership Arts Institute (2011-2012), Alumni