

## Justin M. Crawford

### SERVICE AREAS

#### Business

- Life Sciences
- Mergers + Acquisitions
- Corporate, Securities + Commercial Transactions
- Employee Benefits
- Venture Capital + Private Equity

#### Governments + Nonprofits

- Life Sciences
- Employee Benefits

### EDUCATION

- University of Notre Dame Law School, J.D.
- Hope College, B.A.

### BAR ADMISSIONS

- Illinois
- Michigan



### Principal

#### Kalamazoo

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Justin M. Crawford is a broad-based business counselor whose practice focuses on mergers and acquisitions, business combinations, corporate governance, corporate records management, venture capital, entity formation, shareholder relations and succession planning. His practice encompasses implementation of start-up companies to sophisticated commercial transactions. Justin represents organizations in a diverse range of industries in the private and public sectors, including life sciences, high-technology, food and equipment manufacturing, advertising, medical and other professional practices.

Justin also specializes in employee benefits law. He is highly skilled at designing, drafting, administering and maintaining compliance of tax-qualified employee benefit plans. His employee benefits' practice focuses on assisting and advising employers on ERISA compliance, retirement plans, stock option plans, health and welfare plans and fiduciary matters. Justin also has extensive experience with executive compensation matters, including the preparation of non-qualified deferred compensation plans, such as phantom stock plans, as an incentive for key company personnel.

*"I see it as my job to efficiently manage and resolve legal matters so that my clients can focus on their core business."*

Justin M. Crawford

### EXPERIENCE

Justin represented a business that wanted to retain a key employee and reward the employee for his role in the company's anticipated future growth. The company was considering paying the key employee a periodic bonus or granting stock options, but was not fully satisfied with either idea. Justin recommended that the company establish a phantom stock plan for the key employee,

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which appealed to the principal owners of the company on a number of levels. Justin then devised and prepared a phantom stock plan that aligned the key employee's reward with the company's performance, without requiring the principal owners to relinquish any of their equity in the company.

### REPRESENTATIVE MATTERS

- **Conveyor Company Acquisition**  
Represented a conveyor company in a \$10 million acquisition of conveyor and screening equipment manufacturer and expansion into Texas.
- **Financial Institution Formation**  
Represented organizers in formation of national banking association and private placement of \$18 million of bank holding company common stock.
- **Mexican Automotive Supplier Acquisition**  
Represented Mexican auto supplier in all employee benefits aspects of \$150 million acquisition of U.S.-based structural products business.
- **Publishing House Sale**  
Represented a publishing house in \$7 million sale to a leading information source and intelligence gathering public company.
- **Shareholder Dispute**  
Represented minority shareholders in a \$7.5 million stock redemption and takeover of closely held companies.
- **Venture Capital Fund Financing**  
Represented venture capital fund in initial and follow-on investments in life science, drug development, and medical device companies in an aggregate of \$30+ million through the purchase of preferred securities and convertible debt.

### PROFESSIONAL ACTIVITIES

- American Bar Association, Business Law Section: Mergers and Acquisitions Committee; Private Equity and Venture Capital Committee
  - State Bar of Michigan
  - Kalamazoo County Bar Association, Legal Outreach Clinic Volunteer
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## HONORS + AWARDS

- University of Notre Dame Law School, cum laude; Dean's Scholar; Article Editor, Journal of Law, Ethics & Public Policy; Am Jur Award in Jurisprudence; Am Jur Award in Labor Law; Dean's List
- Hope College, summa cum laude; Phi Beta Kappa; Mortar Board National Honor Society; Sigma Xi Research Award in Psychology; Book Award in Political Science; Dean's List
- Michigan Super Lawyers, Business/Corporate, Rising Star 2011

## CIVIC, CULTURAL + SOCIAL ACTIVITIES

- Notre Dame Club of Kalamazoo, Board of Directors
- West Lake Improvement Association

## PUBLICATIONS

Michigan Chamber of Commerce "Employment Law Handbook" - Contributor to Employee Benefits Chapter, 2006-2010

"2008 Strategic Buyer/Public Target Mergers & Acquisitions Deal Points Study, a Project of the Mergers & Acquisitions Market Trends Subcommittee of the Committee on Negotiated Acquisitions of the American Bar Association's Section of Business Law," (Contributor)

"New Roth Option for 401(k) and 403(b) Plans Begins January 1" - Miller Canfield Hot Points, Winter 2005

"IRS Relaxes 'Use It Or Lose It' Rule" - Miller Canfield Hot Points, Winter 2005

## SPEECHES

"Deciphering the Code: Section 409A and Nonqualified Deferred Compensation" - Presentation for Society of Financial Service Professionals, February 2006

"New IRA Charitable Rollover Rules" - Presentation for Investors of Wachovia Securities, LLC, November 2006

## NEWS

- Miller Canfield Elects New Principals