



JB KOENINGS

O'NEILCANNON

HOLLMAN DEJONG & LAING S.C.

Shareholder

CONTACT

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JB leads O'Neil Cannon's Business Law Practice Group and is a United States Air Force Veteran. He works with and advises clients on a wide range of business law matters, including form of entity selection and initial capitalization, raising funds through private equity offerings, securities compliance and broker/dealer matters, mergers and acquisitions, contract preparation and negotiation, and software, technology, and IP matters.

PRACTICE GROUP

- Business
- Mergers & Acquisitions

JB Assists Clients With

- Mergers, acquisitions, and recapitalizations of businesses
- Private equity and venture capital financing
- Private offerings of debt and equity securities
- Employee equity compensation plans
- Securities laws issues
- Complex contractual matters and disputes
- Software, technology, and data privacy/security matters
- Intellectual property, proprietary rights, and confidentiality agreements
- Shareholder, partner, and member agreements and disputes
- Corporate governance matters
- General business matters

Experience/Representative Client Work

JB's start up clients have raised over \$30,000,000 through private offerings.

- Represents companies and founders raising debt and equity capital through private offerings and advises on Regulation D and other private securities offering exemptions at the state and federal levels
- Regularly assists clients with choosing the right form of entity for their new venture
- Advises clients on 1202 and qualified new business venture stock requirements and planning
- Tailors his client's governing documents to their equity and capitalization plan
- Advises clients on equity and synthetic equity incentive compensation plans and the various tax and securities rules and regulations surrounding such plans
- Represents investors evaluating an investment in a private company or fund offering

JB represents Buyers and Sellers in Mergers and Acquisitions across the country.

- Represents clients buying and selling businesses in all market sectors from software and technology to manufacturing and retail
- Experienced in M&A deals of all sizes, ranging from small sole proprietorships to complex multi-national transactions involving both private and publicly held companies
- Represents both minority and majority owners in sale proceedings and exits, including partial sales

- Experienced in complex multi-state mergers and tax-based reorganizations in addition to equity and asset deals

JB regularly advises clients on complex contracts including software, technology, and custom manufacturing agreements.

- Represents software and technology clients with all forms of license agreements, development agreements, master services agreements, work-for hire agreements, and intellectual property protection agreements
- Negotiates and advises on complex custom manufacturing agreements with large public and private companies
- Experienced with joint ventures both as contractual arrangements and as new business formations

JB offers advice on a multitude of general business matters.

- Assists clients with entity formation and ongoing corporate governance matters
- Experienced with creating multiple classes of equity in both corporations and LLCs
- Drafts and negotiates buy-sell, voting, and other equity holder agreements such as shareholder agreements, partnership agreements, and operating agreements
- Assists clients with resolving shareholder, partner, and member disputes

Representative Client Work

- Assists clients with entity formation and ongoing corporate governance matters
- Represented local and regional founders, startups, emerging growth companies, and established businesses in raising funds through private offerings and in recapitalization projects ranging from under \$1,000,000 to over \$150,000,000.
- Represented numerous local, regional, and national based businesses in acquisition and sale transactions ranging from under \$1,000,000 to over \$300,000,000.
- Represented a regional Dental practice in an acquisition of its 7th practice location.
- Represented a Family Office in a capital raise to purchase the business assets of a national online retailer of fitness equipment.
- Represented two Wisconsin manufacturing companies in combined sale of the business assets of both entities to a private equity company.
- Represented a local Dentist Practice in the sale of its business to a national Dental Services Organization.
- Represented a local entrepreneur in acquiring several bars and restaurants via equity and asset transactions.
- Represented a large privately held company in an acquisition of an industrial painting and supply company.
- Represented a large regional dental service provider in its sale to a national dental service organization.
- Represented a local plumbing company in an equity sale of the business to a key employee.
- Represented a Wisconsin Community Bank in the sale of its wealth management division.
- Represented an Insurance Technology Services Company in its sale to a national insurance broker.
- Represented a Wisconsin marine supply company in an outside equity and recapitalization transaction.

- Represented a Wisconsin dental practice in its sale to a national dental service organization.
- Represented a holding company in the complex redemption of multiple shareholders.
- Represented a Wisconsin CPA group in their formation and capitalization of a new business venture.
- Represented a newly formed entity in its acquisition of a local metal fabrication and welding business.
- Represented a key employee in their full acquisition, in an equity sale, of a regional commercial painting and flooring company.
- Represented a national bovine genetics company in its Acquisition of a bovine genetics distributor.
- Represented a group of founders in a startup recapitalization with a national private equity firm.
- Represented a regional property management company in its acquisition of a local property management company.
- Represented a website referral business in its sale to a national company.
- Represented a regional endodontist practice in its sale to a national dental services organization.
- Represented a refrigeration system design and consulting company in its sale to a regional corporation.
- Represented an employee benefits company in the sale of its business via an equity sale to a national benefits firm.
- Represented a regional controls and automation company in the acquisition of a Wisconsin controls and automation installation company.
- Represented a Wisconsin engineering firm in its sale of business via an asset purchase transaction.
- Represented a group of investors, buying a controlling interest in a regional controls and automation entity.

Awards/Distinctions

- Editor-in-Chief, *Marquette Law Review*
- Selected for inclusion in *The Best Lawyers in America® –Corporate Law, 2021–present*
- Selected for inclusion in 2020–2023 Wisconsin Super Lawyers Rising Stars, *Law & Politics* and *Milwaukee Magazine*

Professional Associations & Affiliations

- American Bar Association
- State Bar of Wisconsin
- Milwaukee Bar Association
- Member, Association for Corporate Growth (ACCG)
- Meritas Lawyer Representative
- United States District Court for the Eastern District of Wisconsin
- United States District Court for the Western District of Wisconsin

Community Involvement

- Chairman, Ducks Unlimited Milwaukee Chapter
- First Congregational Church of Wauwatosa

Education

- Marquette University Law School (J.D., *magna cum laude*)
- United States Air Force Academy (B.S.)

Military Service

- Senior Intelligence Duty Officer, Air Force Southern Command, Combined Air Operations Center, June 2007-May 2008
- Deployed Tactical Operations Center Chief, 64th Expeditionary Rescue Squadron, USAF, September 2006-January 2007
- Chief of Intelligence, 55th Rescue Squadron, USAF, November 2005-June 2007
- Deployed J2 Director of Intelligence, 716th Special Operations Group, USAF, June 2005-September 2005
- Deployed Chief of Intelligence, 64th Expeditionary Rescue Squadron, USAF, October 2004-February 2005
- Chief of Operations Intelligence, 563rd Operations Support Squadron, USAF, May 2004-October 2005