



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

Awards/Distinctions

- Editor-in-Chief, *Marquette Law Review*
- Selected for inclusion in *The Best Lawyers in America*® –Corporate Law, 2021–2024
- 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 (ACG)
- 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

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