



Eric A. Vendt

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BIOGRAPHY

Mr. Vendt is an experienced advisor to emerging growth and middle-market companies, start-ups and entrepreneurs. His practice covers a broad range of corporate matters, including formation, governance, capital raising, venture capital, private equity and traditional corporate financing, mergers and acquisitions, and succession planning. As outside general counsel, Mr. Vendt advises on a wide range of commercial contract issues related to subcontractor, licensing, and distribution & supply agreements.

Drawing on corporate, tax and estate-planning strategies, heregularly represents business owners in planning and executing succession plans through tax-efficient family transfers, sales to key management or other insiders, and M&A transactions. As a tax advisor, Mr. Vendt has significant experience with pass-through entities such as S corporations, partnerships, limited liability companies and joint venture structures; tax-efficient transfers of business interests and other property; investments in private companies; and equity compensation arrangements for key employees.

He is a frequent lecturer on topics related to business succession planning,

PRACTICES & INDUSTRIES

Business and Corporate
Business Succession Planning
Mergers & Acquisitions
Private Capital
Government Contracts
Taxation
Corporate and Partnership Taxation

EDUCATION

American University, Washington
College of Law, 1995, J.D.

Bucknell University, 1991, B.S.

ADMISSIONS

Virginia
District of Columbia
Maryland

mergers and acquisitions, corporate law, and partnership and corporate taxation.

MEMBERSHIPS & ACTIVITIES

- Member: American Bar Association, Member, Business Law Section, Middle Market and Small Business Committee; Private Equity and Venture Capital Committee
- Vice Chair: Middle Market and Small Business Committee of the Business Law Section of ABA (2014 - 2017)
- Member: Board of Directors, Dominion Christian School (2006 - 2011)
- Membership Committee Member: Small Emerging Construction Advisory Forum (2018)
- Certified Public Accountant: Maryland, 1992 (Inactive)
- Elder: Fourth Presbyterian Church

RECOGNITIONS

- Listed in *Best Lawyers in America*, 2017 - present
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BUSINESS AND CORPORATE, PRIVATE EQUITY AND M&A

Mr. Vendt advises clients on mergers, acquisitions, financings, and equity sales and purchases in a wide range of sectors, with transactions ranging in value from a few million to more than \$250MM. His clients have included government contractors, technology companies, construction companies, nursing home facilities, community hospitals, nonprofit organizations and entrepreneurs. His experience includes representation of:

- The owner of a government contractor providing data center operations and management, critical infrastructure, cybersecurity and IT strategic planning in equity sale valued in excess of \$10MM.
- A construction client in connection with an \$11MM acquisition of crane rental company.
- An entrepreneur in connection with the acquisition and financing of a cloud computing and data infrastructure technology company from a publicly traded business and technology service company.
- The owner of a nursing home facility in its sale to a large regional northeastern healthcare and real estate firm specializing in post-acute care and senior living

sectors.

- A community hospital in a merger with a large-scale health care provider system.
- A large state government contractor engaged in IT solutions for Medicare/Medicaid systems in a \$250MM sale to a private equity buyer.
- A large federal government contractor engaged in the intelligence and defense space in a \$180MM sale to a private equity buyer.
- An environmental nonprofit association in the acquisition of a Canadian company with mission oriented technology.
- The owners of an enterprise cloud computing and data infrastructure technology company in a sale to a large, private-equity financed IT and infrastructure technology company in an equity transaction valued at \$28.5MM.
- The owner of a business providing space-outfitting services to healthcare and government clients in an \$8MM sale to a tribal owned buyer.
- A 149-bed community nonprofit hospital in a sale to a large regional nonprofit healthcare provider in a transaction involving capital commitments by the acquirer of approximately \$100MM.
- Two after-hours pediatric and adult urgent medical care facilities in a sale to a community hospital

PRIVATE CAPITAL

Mr. Vendt is experienced representing venture funds, family offices, emerging growth companies, nonprofit organizations and others in connection with a wide array of investments and financings. Representative clients include:

- A European venture capital fund in connection with seed investments in U.S. start-up companies.
- A venture capital fund in connection with Series A investment in a scientific instrumentation company.
- A family office in connection with numerous private company minority investments.
- An emerging growth consumer products company in connection with two rounds of venture capital financing.
- A nonprofit in a private investment in a technology company in order to promote music education in furtherance of its charitable purpose.
- A venture debt fund in numerous investments in bio medical start-up entities

TAX

Mr. Vendt is an experienced tax advisor, including

- On entity and joint venture structures, operational and transactional planning, company restructurings, equity issuances and exit strategies.
- To business owners and wealthy individuals in connection with structuring tax-efficient transfers of business interests and other property.
- On taxation of pass-through entities such as S corporations, partnerships and limited liability companies.
- On taxation of equity compensation arrangements for key employees, including option, units, phantom stock and "profits" interests in both the corporate and LLC context.

PRESENTATIONS & PUBLICATIONS

Start Smart: Advising Start-Ups on Formation and Early-Stage Organizational Issues – ABA Business Law Spring Meeting (2019)

2018 Tax Reform Update (2018)

ABA Private Company Deal Point Study – Presentation to PANGEA European Corporate Attorneys – Bucharest, Romania (2018)

Anatomy of a Middle Market Capital Raise – ABA Spring Meeting (2015)

Business Divorce From Prenup to Breakup – ABA Annual Meeting (2013)

Advanced Estate Planning and Business Succession Planning Techniques – Greater Washington Society of CPAs (2012)

You Can't Fly Under the Radar: Why Small and Mid-Sized Companies Need to Worry about Antitrust and Consumer Protection Laws – ABA Fall Meeting (2011)

Business Succession Planning and Estate Planning for the Family Vacation Home – National Business Institute (2011)

Succession Planning & Retirement Plans For Business: Exit Strategies and other Risk Considerations (2010)

Government Contracting M&A: 2009 in Review and Trends Going Forward (2009)

Tax & Succession Planning - Alexandria Dental Society (2009)