MASLONLLP



TERRI KRIVOSHA

Senior Counsel

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OVERVIEW

Terri Krivosha, business attorney and mediator, enjoys nothing more than helping shareholders, family business owners, and companies buy or sell businesses or solve their legal problems—the more complicated, the better. Terri loves helping clients and parties to a mediation resolve conflict.

After years of experience with a wide array of commercial transactions and businesses, Terri is now focusing her practice on M&A, restructurings and shareholder business divorces, and mediation of commercial disputes.

M&A and Restructuring

Terri excels at helping clients accomplish their goals by listening first and then not only answering their questions but helping clients identify the key questions they're not asking. Whether guiding shareholders through a company split, managing a large merger/acquisition for a buyer or a seller, representing family members or business partners in the sale of a long-held business, or helping a company restructure to better align business and goals, Terri brings a time-tested sense of which approaches work and which do not. Terri works with clients in many industries, including manufacturing, technology, healthcare, consumer products, and professional services, bringing her experience in one area to inform her advice in others.

Mediation

Terri is a qualified neutral, and as such is included on the Minnesota State Court Administrator's roster of mediation providers under Rule 114 of the Minnesota General Rules of Practice, Minnesota Supreme Court. As a deal lawyer, rather than a litigator, she is unique among mediators because she brings her many years of experience negotiating deals to the mediation table—along with her trademark high energy, active listening skills, creativity, and pragmatic

AREAS OF PRACTICE

Corporate & Securities

- Closely Held Businesses
- General Counsel Services
- Mergers & Acquisitions

BAR ADMISSIONS

Minnesota

LANGUAGES

- Hebrew

EDUCATION

Yeshiva University Benjamin N. Cardozo School of Law
J.D., *cum laude*

Columbia University
B.A.
Ancient Studies

Jewish Theological Seminary of America
B.A., *with distinction*
Talmud

approach.
(View separate mediation bio.)

In her capacity as a mediator, Terri draws upon her decades of experience spanning a wide array of industries, and deftly works with parties to help them resolve disputes with practical business solutions, enabling the parties to get beyond the dispute and move forward.

She revels in being "in the trenches" to mediate all manner of disputes, focusing primarily on conflicts regarding the following:

• Shareholder disputes
• Mergers & acquisitions
• Exit strategies
• Recapitalizations
• Earnouts
• Indemnifications
• Complex contracts
• General commercial disputes

Clients have frequently referred Terri to their business associates and friends, and, on occasion, even hired her after witnessing her skillful representation of an opponent. One client shared, "Her intuitive business sense together with her passion for helping clients achieve success permeates everything she does. She listens, sees the big picture and relies on her years of experience to provide practical and creative advice efficiently…Terri has provided strategic and tactical insight and been able to deploy her colleagues at Maslon where we need to create and lead a collaborative group of experts on whom we can rely."

Beyond her daily law practice and mediation work, Terri writes and speaks regularly on topics related to her practice. She also served for six years as an adjunct professor at Mitchell Hamline School of Law. At Maslon, she served as the first female head of the firm from 2003 to 2007, and she chaired the firm's Corporate & Securities Group from 2009 through 2013. In those roles, Terri learned valuable lessons about the operation of a business which she applies to her practice still today.

ADDITIONAL QUALIFICATIONS

Qualified Neutral under Rule 114 of the Minnesota General Rules of Practice, Minnesota Supreme Court

Trained Mediator, American Arbitration Association

SELECTED EXPERIENCE

- Represented Randy's Environmental Services, a mid-sized leading family owned and operated waste management company in the Midwest, in its acquisition by Republic Services.
- Represented QXMédical, LLC, a medical device manufacturing company, in its acquisition of Embomedics, LLC, a developer of resorbable embolization.
- Represented Crane Engineering, Inc., in its sale of its stock to Engineering Services, Inc.
- Represented Amano McGann, Inc., an off street parking manufacturer, in its acquisition of CVPS, a company that provides valet parking solutions.
- Represented The Burchfield Group, Inc., a company that provides pharmacy benefits consulting in its acquisition by Aon Consulting, Inc.
- Represented Stellar Technologies, Inc., a medical device manufacturer, in its sale to Cirtec Medical, LLC.
- Represented Amano Pioneer Eclipse Corporation in its acquisition of the floor sander division of Nilfisk-Advance, Inc.
- Represented a conference business in the oil and gas industry in connection with its sale to a private equity fund.

- Represented a public company in the acquisition and divestiture of more than 15 privately held companies over a three-year period.
- Represented multiple start-up businesses in a wide variety of industries assisting in their entity formation, raising funds, negotiation of licensing arrangements and development of growth strategies.
- Represented Iconoculture, Inc., in its sale to Corporate Executive Board.
- Represented a manufacturer of retail products in a joint venture with a Pacific Rim company.
- Represented a value-added reseller of information technology products and services in its acquisition of a strategic privately held company.
- Represented a national diversity consulting firm in connection with the sale of its stock to a national competitor.
- Represented a manufacturing company of automatic parking lot equipment in connection with its sale to a strategic buyer.
- Represented a personal care company in connection with its sale to a private equity firm and subsequent recapitalization.
- Represented a publisher in connection with its purchase, and later sale, of an audio publishing company.
- Represented a healthcare IT consulting company in connection with its sale to a large multinational corporation.
- Represented investors in Israeli companies and the companies themselves and has extensive knowledge of Israel, its language and culture, and thus serves as a valuable bridge in American-Israeli transactions.

Pro Bono

- Project N95: Provided pro bono counsel to a group of volunteers from across the country when they joined forces to create Project N95—a dynamic nonprofit organization serving as a national clearinghouse to source crucial suppliers in order to serve healthcare providers at the front lines of the COVID-19 crisis.
- Lake Street Speaks: Represented a local entrepreneur who collected poetry and photographs of street art that arose in the Lake Street area of Minneapolis in the summer of 2020. The entrepreneur published this collection in a book called Lake Street Speaks and established a nonprofit whose mission is to support schools and local nonprofits that promote the health, education, and creativity of BIPOC youth in schools.

LEADERSHIP & COMMUNITY

- Minnesota State Bar Association: ADR Section, Governing Council Member, 2022-present
- Global Rights for Women: Founding Member
- Minnesota Department of Human Rights, Washington and Anoka County Conciliation Courts: participation in mediation programs 2019
- Gary S. Holmes Center for Entrepreneurship, Carlson School of Management, University of Minnesota: Advisory Board 2013-2018
- Minnesota State Bar Association: Women in the Legal Profession Committee, Chair 2006-2008
- Hennepin County Bar Association
- Mitchell Hamline School of Law: Adjunct Professor, The Start-up Business Enterprise 2012-2016
- National Transactional LawMeet: Regional Judge 2014-2015
- Minnesota Cup: Review Board Member, General Division 2016-2017; Social Entrepreneur Division 2014-2015
- Women Presidents Organization
- Minnesota Women Lawyers: Professional Parents Committee, past Co-Chair
- LegalCORPS: Non-profit organization promoting pro bono legal services for low-income businesses and non-profits, Volunteer
- Jewish Community Relations Council of Minnesota and the Dakotas: 2010
- Jewish Community Foundation: Board of Trustees; Grant Approval Subcommittee 2006-2009
- Darchei Noam Synagogue: Board Member 2006-2008
- Akiva High School: School Board Co-President 1999-2000
- Community Housing Development Corporation: Board Member 1993-1996

- Election Protection Coalition: Pro Bono Attorney Volunteer

SELECTED HONORS

- **Top Women in Law**, *Minnesota Lawyer*, 2026
- **Sidney Barrows Lifetime Commitment Award**, Twin Cities Cardozo Society, 2024. This award is given annually to one or two senior attorneys or judges in the Twin Cities who exemplify excellence in their practice, community service in the Jewish and general communities, and commitment to lifelong learning.
- **2021 Minnesota Icon Award***, Finance & Commerce (The Minnesota Icon awards recognize individuals with proven success throughout a lengthy and accomplished career. These honorees are leaders in their field who have been active in their communities and in mentoring the next generation.)*
- **Recognized on Minnesota Super Lawyers® list**, 2015-2026 (*Minnesota Super Lawyers® is a designation given to only 5% of Minnesota attorneys each year, based on a selection process that includes the recommendation of peers in the legal profession.*)
- **Top Women Attorneys in Minnesota® list,** 2016-2025 *(The annual edition of the Top Women Attorneys in Minnesota list features attorneys selected for the previous year's Minnesota Super Lawyers® and Rising Stars lists.)*
- **Selected for inclusion in *The Best Lawyers in America***®, 2024-2027
- **2008 Woman of Vision**, National Association of Women Business Owners (NAWBO)
- **2006 Women Industry Leader**, *Twin Cities Business Journal*'s 9th Annual "Women in Business Awards"
- **AV Preeminent**, Martindale-Hubbell®

SELECTED PRESENTATIONS

- "7 Tips for Drafting Contract Provisions that Manage Risk via Insurance Provisions," How to Draft Better Contracts Seminar, Minnesota CLE, 2024
- "Five Ways to Maximize the Value of Your Business for Sale," moderator, Maslon and *Finance & Commerce* M&A Seminar, 2024
- "Seller Strategies for Mastering the M&A Process: Initial Planning, Negotiation Process, Post-Closing Matters," co-presenter, Strafford Webinars, 2023
- "What's in Your Binder? Financial & Legal Planning Tips for Women 50+," co-presenter, Pause for a Cause: A Cool Conference for Hot Women on World Menopause Day, 2023
- "Structuring Acquisitions of Family-Owned Businesses: Valuation, Due Diligence, Deal Structure, Operational Transition," co-presenter, Strafford Webinars, 2023
- "Advanced Contract Drafting – 7 Tips for Drafting Contract Provisions that Manage Risk via Insurance Provisions," 2023 Business Law Institute, Minnesota CLE
- "Negotiating Resolutions to Ownership Disputes Like a Pro," presenter, and "Preventing Member Conflicts Under Chapter 322C: Drafting Challenges," co-presenter, Ownership Disputes in Closely Held Businesses seminar, Minnesota CLE, 2023
- "Settling Disputes Through Early Mediation," co-presenter, Minnesota State Bar Association, 2023
- Terri Krivosha and Susan Markey to Present CLEs for Advanced M&A Seminar
- "Indemnity Provisions – The One Clause You Can't Afford to Get Wrong," co-presenter, Advanced M&A seminar, Minnesota CLE, 2023
- Terri Krivosha Discusses the Impact of Mentoring in Podcast Interview
- "Structuring the Sale of a Business: Transaction Tips from the Trenches," co-presenter, American Law Institute CLE, 2022
- "Negotiating the Terms of a 'Business Divorce' Without Losing the Business," 2022 Business Law Institute, Minnesota CLE

- "Breaking Up Is Hard to Do: Navigating Business Separations Without Destroying the Business," co-presenter, American Law Institute CLE, 2021
- "Settling Disputes Through Early Mediation: A Framework for Success," co-presenter, Association of Corporate Counsel, 2021
- Co-Chair, Shareholder Disputes in Closely-Held Businesses, Minnesota CLE, 2021
- "Dissecting the Terms of a 'Business Divorce' and Negotiating the Deal," co-presenter, Shareholder Disputes in Closely-Held Businesses, Minnesota CLE, 2021
- "7 Creative Solutions to Shareholder Conflicts," moderator, Shareholder Disputes in Closely-Held Businesses, Minnesota CLE, 2021
- "Thinking Like an Entrepreneur," practicelaw Conference, Minnesota State Bar Association, 2020
- Terri Krivosha to Present a Webinar on Buy-Sell Agreements for Exit Planning Institute
- "COVID-19: A Business Owner's Survival Guide – Planning and M&A as you find a new normal," webcast, Exit Planning Institute, 2020
- "Demystifying Virtual Mediation," video presentation, LinkedIn, April 14, 2020
- "Using Family Members Not Employed in the Business," moderator, Family Business Breakfast Series, University of St. Thomas Opus College of Business, 2020
- "Growth Strategies or Exit?" Women Presidents' Organization, 2019
- "Selling a Closely-Held Business," panel member, webinar, Strafford Publications, 2019
- "'Deal On': Team Dynamics in Deal Financing," moderator, 2019 Business Law Institute, Minnesota CLE, 2019
- "Insurance Provisions - 7 Tips for Drafting Contract Provisions That Manage Risk Via Insurance," Drafting & Reviewing Business Contracts, Minnesota CLE, 2018
- "What Exactly is a Certified Women's Business Enterprise and Why Does it Help a Business?" moderator, The 2017 Business Law Institute, Minnesota CLE, 2017
- "Joint Venture and Strategic Alliances: Key Considerations for Negotiation, Structuring & Drafting," Contracts in Context II, ACC Minnesota, 2017
- "Tax Pitfalls and Opportunities in Asset Purchase Transactions," webcast, Asset Purchase Agreements, National Business Institute, 2017
- "Asset Purchase Agreements: Negotiating and Drafting Key Provisions," webcast, Asset Purchase Agreements, National Business Institute, 2017
- "Negotiating Indemnification and Remedies Provisions in Asset Purchase Agreements," webcast, Asset Purchase Agreements, National Business Institute, 2017
- "Top 10 Asset Purchase Agreement Mistakes (and How to Avoid Them)," webcast, Asset Purchase Agreements, National Business Institute, 2017
- Maslon Sponsors 12th Annual Minnesota Cup Competition; Served as Minnesota Cup Review Board Member
- "Tax-Saving Traps - Structuring, Allocation, Tax Exposure Reduction," webcast, Mergers and Acquisitions: Top 10 Mistakes Attorneys Make, National Business Institute, 2016
- "Handling Sales by Multiple Owners," webcast, Mergers and Acquisitions: Top 10 Mistakes Attorneys Make, National Business Institute, 2016
- "Where S Corps are the Target, Avoid Problems in the Market," 2016 Business Law Institute, Minnesota CLE, 2016
- "Effectively Negotiating M&A Agreements," Contracts In Context, ACC Minnesota, 2016
- The Women's Entrepreneurial Experience, moderator, 2016
- "Mergers & Acquisitions in the For-Profit World," moderator, Hot Topics in Business Law, Business Law Institute, Hamline Law, 2015
- "Enlighten Entrepreneurs to Excel," guest speaker, University of Minnesota Law School, 2015
- "M&A in Today's Business Climate: What In-House IP Counsel Need to Know to Enhance Their Contributions to the M&A Team," The 2015 Midwest Intellectual Property Institute, Minnesota CLE, 2015

- "Addressing Common Legal Questions When Creating or Building Your Private Practice," Private Practice Boot Camp, Voda Counseling, 2015
- "Lawyers as Business Owners & Entrepreneurs," moderator, William Mitchell College of Law, 2014
- "Prescription for Legal Intervention: When to use Legal Counsel in a Start-Up," Management Studies 256: Principles of Entrepreneurship, guest speaker, St. Olaf College, 2014
- "Building a Solid Foundation," *Upsize Minnesota* and Club Entrepreneur, 2014
- Maslon Sponsors 10th Annual Minnesota Cup Competition; Served as Minnesota Cup Review Board Member
- "Founding a Startup: What Health Entrepreneurs Need to Know," LifeScience Alley, 2014
- "The Start-Up Business Enterprise," Adjunct Professor, William Mitchell College of Law, 2012-2014
- "Governance, Growth and Entrepreneurship: Key Governance Issues as an Organisation Evolves," co-presenter, International Young Governors' Summit, International Policy Governance Association, 2014
- "Legal basics for startups," panel member, Minnesota Cup Women's Entrepreneur Event, 2014
- National Transactional LawMeet, regional judge and panel member, 2014
- "The Modern Day Entrepreneur and Her Lawyer," co-presenter, Business Law Society, William Mitchell College of Law, 2013
- "Costs, Responsibilities & Commitment Necessary in Today's Board—And How to Run a Great Board Meeting," panel member, The Collaborative Innovation Series, 2013
- "Exit Strategies," Law & Business: The Business Enterprise, guest speaker, William Mitchell College of Law, 2011
- "Corporate Lawyers and Litigators: Working Together to Avoid and Resolve Partnership Disputes," Minnesota CLE, 2011
- "Choices for Change: For-Profit/For-Benefit, Nonprofit, and Hybrids", Symposium on Social Entrepreneurship, University of St. Thomas, 2011
- "Early Stages Companies: Legal Considerations to Make You Pound-Wise, not Penny-Foolish," Rochester Entrepreneur Network, 2011
- "Zen and the Art of Financial Projections," Equity Matters: The Route to NASDAQ, Springboard Enterprises, Kansas City, Missouri, 2010
- "Zen and the Art of Financial Projections," Equity Matters: The Route to NASDAQ, Columbia Business School, Springboard Enterprises and Columbia Women in Business, 2009
- "Growing a Sustainable Business with an Exit in Mind," *Enterprising Women Magazine*, 7th Annual Enterprising Women of the Year Awards Celebration, 2009
- "Women on Boards," guest panelist, Twin Cities, December 2008
- "Leaving Your Legacy," BankCherokee's 5th Annual Women Business Owner Event, 2008
- "Using Power and Influence Within the Firm," Hastings Leadership Academy for Women, University of California Hastings College of the Law, San Francisco, California, 2008
- "Be Ready to Sell Your Business When the Time is Right," National Association of Women Business Owners, 2008 Women's Business Conference, Phoenix, Arizona, 2008
- "Who Wants to be a Millionaire? Four Factors Every Owner Should Consider to Prepare a Business for Sale," The Maslon Counsel for Women and Anchor Bank National Association Seminar, 2008
- "Selling Your Business When the Time is Right," Women Presidents' Organization, Minnesota, 2008
- "Strategic Marketing: How to Make the Most of Your Marketing Dollars," ACI's Regional and Mid-Size Law Firm Forum, 2007
- "Women and Law," guest panelist, Invest in Yourself, Seminars for Women in Business, The Goff Group/Merrill Lynch, 2007
- "Making Connections Successful," Minnesota Women Lawyers Attorney to Student Mentoring Spring 2007 Event, 2007
- "Going, Going, Gone! Exit Strategies: Preparing Your Company for Top Dollar Sale," Maslon Speaker Series, 2007
- "Visions of Women's Leadership," guest lecturer, University of St. Thomas School of Law, 2007

- "So Founders Don't Flounder: How to Plan a Business Transfer," 2006 RBC Dain Correspondent Services Client Conference, 2006
- "Take Charge of Your Career: Best Practices for Women Attorneys, Debunking the Myth of Life Balance: Creating Your Own Success," National Association of Women Lawyers & Minnesota Women Lawyers, 2006
- "Women in the Legal Profession Round Table on Gender Equity Best Practices," Minnesota State Bar Association, 2006
- "Ethical Leadership in Corporate Practice: Counseling and Problem-Solving," guest lecturer, University of St. Thomas School of Law, 2004, 2005, 2006
- "Women's Business Minnesota Power Session," speaker, 2005
- "Mentor Externship," Adjunct Professor, University of St. Thomas School of Law, 2005-2007
- "Working With Advisors: A Guide to Keeping Value High and Costs Low," The Collaborative, 2005
- "Doing Business in Israel," Minnesota Trade Association, 2005
- "Executive Level Leadership," panel discussion, Minnesota Women Lawyers, 2004
- "Three Become One: Developing a Balance Between Personal, Professional and Community Lives," ABA Eighth Circuit Law School Division, 2004
- "Attorneys Representing Multiple Parties: Ethics Questions and Answers," Best Practices Panel Discussion, Minnesota CLE, 2004
- "Strategic Partnering," The Collaborative's Venture Capital Conference, 2003
- "The Difference Gender Makes in the Legal Profession," Hennepin County Bar Association, 2003
- "Business Financing," chair, Minnesota CLE, 2000

SELECTED PUBLICATIONS

- Susan Markey, Katie Eisler, and Corporate Team Co-Author 2026 Edition of *Minnesota Business and Commercial Law* from LexisNexis
- "Saving the 'Baby' in a Business Divorce," *Hennepin Lawyer*, Hennepin County Bar Association, 2022
- "Better Than Ever: Long-time Maslon partner Terri Krivosha works wellness into every part of her day," *Minneapolis/St. Paul Business Journal*, 2021
- "5 Tips for Settling Disputes Through Early Mediation," *Bench & Bar*, 2021
- **Featured in:** "Attorney's book breaks down business plan from end to start," *St. Paul Pioneer Press*, September 2014
- *Founding a Startup: What You Need to Know*, Aspatore Books from Thomson Reuters, 2014
- "Setting Realistic Goals for Growing a Law Firm," *Inside the Minds: Strategies for Growing a Law Firm*, Aspatore (2012 ed.)
- "Starting at the End: Have an Endgame in Mind When Scaling Your Business," *Minnesota Business*, April 2012
- "Growing Your Law Firm in Challenging Times," *Inside the Minds: Strategies for Growing a Law Firm*, Aspatore (2011 ed.)
- "Doing Well by Doing Good," *Enterprising Women Magazine*, Volume 10, No. 5, 2009
- "Have Intellectual Property? Now What?," *Enterprising Women Magazine*, Volume 10, No. 4, 2009
- "Why All Owners Need to Sign a Buy/Sell Contract," *Upsize Minnesota*, June/July 2009
- "Calling All Entrepreneurs: Now is the Time to Plan," *Minnesota Business*, June 2009
- "Overcoming the Anxiety of Developing Projections," *Enterprising Women Magazine*, Volume 10, No. 2, 2009
- "Protecting Your Family-Owned Business with a Buy-Sell Agreement," *Enterprising Women Magazine*, Volume 1, No. 1, 2009
- "Counseling Clients Regarding M&A in Today's Economy?" *Minnesota Lawyer*, October 6, 2008
- "Exit Planning in Down Economy: Go from 'I' to 'We,'" Focus on Ops, Strategies Column, *Minneapolis/St. Paul Business Journal*, August 29, 2008
- "End Games, The Savvy Business Owner's Guide to Leaving your Business Wisely," contributing major source, Andrew Tellijohn author/interviewer, *Upsize Minnesota*, April 2008

- "Preparing Your Business For Sale," *Minnesota Business*, January 2008
- "Considerations When Selling to a Private Equity Buyer," *Minneapolis/St. Paul Business Journal*, August 10, 2007
- "Exit Strategies: Follow These Steps to Sell a Business, When You're Ready," *Upsize Minnesota*, February 2007
- "Earn-Outs Are Not the Best Way for Buyers and Sellers to Bridge the Value Gap," Strategies Column, *Minneapolis/St. Paul Business Journal*, December 29, 2006
- "Best Practices," *Women's Business Minnesota*, December 2005
- "Have Intellectual Property, Now What?" *Women's Business Minnesota*, September 2005
- "The ABC's of Buying a Business, Part II," *Women's Business Minnesota*, March 2005
- *Guidebook to Success: Advice to New Lawyers from America's Leading Managing Partners*, Contributing Author, Clarion Legal, 2005
- "The ABC's of Buying a Business," *Women's Business Minnesota*, December 2004
- "Moving From Strategic Thinking to Strategic Action," *Minnesota Lawyer*, July 2004
- "Venture Financing: A Primer," *Women's Business Minnesota*, June 2004
- "Strategic Partnering," *Women's Business Minnesota*, March 2004
- "Restricted Stock or Options," *Women's Business Minnesota*, December 2003
- "Make Your Lawyer an Integral Part of Your Business Strategy," *Women's Business Minnesota*, September 2003
- "Negotiating Your Compensation Package," *Women's Business Minnesota*, June 2003
- "Leadership Posts Are the Key," *The American Lawyer*, 2003
- **Featured in:** "Peer Power," *Minnesota Business*, June 2009
- **Featured in:** "A place at the [board] table," *Minnesota Women's Press*, January 2009
- **Featured in:** "Women in the Law," *Minnesota Law & Politics*, October/November 2007
- **Featured in:** "Terri Krivosha Lives Her Dream," *Women's Business Minnesota*, February 2005
- **Featured in:** "The Force Behind the Firm," *Twin Cities Business Monthly*, December 2004
- **Featured in:** "Talking the Talk," *Global Business Quarterly*, January 2004
- **Featured in:** "Terri Krivosha Heads a Large Minneapolis Law Firm," *Minnesota Lawyer*, July, 2003
- **Featured in:** "Krivosha Heading up Maslon Law Firm," *The Business Journal*, July 21, 2003
- **Featured in:** "Today's Spotlight: Terri Krivosha," *Star Tribune*, July 22, 2003
- **Featured in:** "It's Still Buying Time," *Twin Cities Business Monthly*, April 2003
- **Featured in:** "Member Spotlight: Terri Krivosha," *Minnesota Women Lawyers*, Spring 2003
- **Featured in:** "Lawyers at Small Firms Find Power in Networks," *New York Times*, June 8, 2001