



## Mark J. Hanson

Partner

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### Industries Serviced

Agribusiness

Agribusiness, Food & Beverage

Energy & Infrastructure

Independent Power Producers

Renewable Energy

### Service Areas

Corporate

Energy & Regulatory

Independent Power Producer Solutions

Mergers & Acquisitions

Project and Corporate Finance & Restructuring

### Bar Admissions

Minnesota

Wisconsin

### Education

William Mitchell College of Law, J.D., 1983

University of Minnesota, M.S.C.E., 1980

Dickinson College, B.S., 1977

### ABOUT MARK

Clients seek to engage Mark Hanson to structure and develop new businesses and transition existing businesses. Mark utilizes a team approach of bringing over twenty years of experience to management and the boardroom and firm-wide legal and business expertise to provide tailored solutions to client issues. His practice in commercial transactions and business development has focused on client agribusiness, renewable energy, cooperatives, and food processing with a business approach to solving client problems. Mark has facilitated business solutions for clients soliciting investment, and debt and equity financing, starting new businesses, negotiating contractual agreements for project financing, developing greenfield projects through commercial production, and structuring business entity conversions, mergers, acquisitions and divestitures, and related commercial transactions. Client solutions require identification of the problem and application of the right expertise and resources in a cost effective manner. Mark utilizes the resources and personnel of all of Stoel Rives' offices to bring the face of over 350 attorneys to the client as needed. Mark has served on the Executive Committee and the Compensation Committee of the firm.

Prior to joining Stoel Rives, Mark was senate counsel, Minnesota Legislature; attorney shareholder, Doherty, Rumble & Butler, P.A.; and attorney partner, Lindquist & Vennum.

### EXPERIENCE

#### Biofuels and Biomass

- Represented project developer and owner in biomass tax equity transaction.
- Representation of over 20 ethanol and biodiesel production facilities throughout the country through various stages of structuring, development, equity financing, feedstock, operational, construction, and product marketing

contracts, acquisition and divestiture, including 100 MGY \$200 million projects, structuring and financing plant expansions of 30 to 100 MGY.

- Represented first commercial scale 30 MGY soybean biodiesel processor in United States.
- Representation of partial divestiture of 60% of an ethanol production facility. \$100 million.
- Representation of controlling seller in sale of ownership interests in an ethanol production facility. \$135 million.
- Representation of various parties participating in biofuel transactions.

### **Commercial Transactions**

- Represented owners of beneficial use rights to supplemental Colorado River water in transactions with municipalities selling the beneficial water use rights and granting interruptible water use rights. Secured favorable IRS revenue ruling relating to transaction proceeds. \$70 million.
- Representation of buyer in acquisition of mineral processing facility. \$100 million.
- Represented grain merchants in 260 derivative contract litigation cases in seven states.

### **Food Processing and Agribusiness**

- Represented majority owner in \$700 million sale of interests in \$1.3 billion food processing transaction.
- Representation of Golden Oval Eggs, LLC in sale of egg processing business. \$123 million.
- Representation of U.S. Premium Beef, LLC in acquisition of majority interests of National Beef Packing Co. \$204 million.
- Represented 400 member conversion of rancher cattle delivery cooperative to limited liability company. \$85 million.
- Represented 750 member farmer corn delivery for poultry feed cooperative to limited liability company.
- Represented private acquisition of oat processing and food manufacturing facility through joint venture ethanol production facility. \$70 million.
- Represented liquid egg processing company in \$68 million acquisition of brand rights, five facilities in four states.
- Represented controlling owner in sale of ownership interests in beef processing company for foreign publicly traded company. \$560 million.

### **HONORS & ACTIVITIES**

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- Hennepin County Bar Association
- Minnesota State Bar Association
- Wisconsin Bar Association
- Federal Bar Association

- American Agricultural Law Association
- Minnesota Super Lawyer (MSP Communications 2002 04)
- Minnesota Cooperative Leadership Award

## **INSIGHTS & PRESENTATIONS**

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- Presenter, University of Minnesota Law School Class - Law 6807 Cooperatives and Collective Entrepreneurship: Law, Policy and Practice, Minneapolis, MN, September 17, 2018
- Presenter, University of Minnesota Law School Class – Law 6807 Cooperatives and Collective Entrepreneurship: Law, Policy and Practice, Minneapolis, MN, September 25, 2017
- Presenter, “Cooperative Membership,” University of Minnesota Law School Class - Law 6807 Cooperatives and Collective Entrepreneurship: Law, Policy and Practice, Minneapolis, MN, September 19, 2016
- Presenter, “Legal and Fiduciary Duties and Liabilities,” Wisconsin Co-op Directors Forum, Wisconsin Dells, WI, April 6, 2016
- Presenter, “Contracts,” Business Law Class, Concordia College, March 22, 2016
- Author (along with Michael A. Boland, Andrew Keller, and William F. Lazarus), “The Debate about Farm Nitrates and Drinking Water,” *Choices Magazine*, March 2016
- Presenter, “Disruptive Trends Affecting Cooperative Restructuring, Mergers and Acquisitions,” Minnesota Grain and Feed Association 109th Annual Convention, St. Cloud, MN, February 1, 2016
- Presenter, “Recent Trends in Cooperative Restructuring, Mergers and Acquisitions,” 18th Annual Farmer Cooperatives Conference, Minneapolis, MN, November 6, 2015
- Presenter, “The Invisible Value of a Cooperative; The Advantages of Cooperative Structure,” client meeting, LaCrosse, WI, October 13, 2015
- Presenter, “Cooperative Structure and Form; 308A and 308B,” University of Minnesota Law School, Minneapolis, MN, September 21, 2015
- Presenter, “Fueling the Investment Interest That Fuels Your Business - Meeting Investor Expectations,” National Biodiesel Conference, Fort Worth, TX, January 21, 2015
- Presenter, “LLCs and Cooperatives,” Christianson & Associates Biofuels Financial Conference, Bloomington, MN, August 27-28, 2014
- Author, “Financing of Feedstock Supply,” *Biomass Magazine*, July 2012 (p. 13)
- Author, “[Know when to hold ‘em or fold ‘em](#),” *Biofuels International*, June 2012 (pp. 55 56)
- Presenter, “Debt Financing,” Waste to Energy Development & Finance Summit, Chicago, Illinois, March 27, 2012
- Presenter, “Contracting Biomass; Selling Steam and Electricity, Minneapolis, MN, July 11, 2011
- Presenter, “Using Corn Stover for Energy at Ethanol Plants,” University of Minnesota St. Paul Campus, Continuing Education and Conference Center,

St. Paul, Minnesota, July 11, 2011

- Presenter, “Special Legal Issues for Biofuels Development,” Renewable Energy in the Midwest States: New Policy, Business and Legal Developments, Minneapolis, August 26, 2011
- Moderator, “Weighing Opportunity and Risk at the New Frontier of Bio-Design,” Metabolic Design 2011 Conference, San Diego, California, May 24, 2011
- Moderator, “What Role Will Corporate Strategies Play in Enabling an Algae Value Chain?” Algae World Summit 2011, San Diego, May 23, 2011
- Presenter, “Biomass PPAs and Feedstock Agreements” and “Biomass Project Due Diligence,” Biomass for Power, Fuels and Chemicals Conference, Minneapolis, March 21, 2011
- Author, “[Algae Project Scale and Risk](#),” *Biorefining Magazine’s Algae Technology & Business*, Spring 2011 (page 32 33)
- Presenter, “Joint Algae Production Ventures,” National Algae Association Conference, Houston, TX, January 13, 2011
- Presenter, “Feed for Thought: Considerations in Using Algae as a Feed Ingredient,” National Algae Association’s Algae Biomass Summit, September 28, 2010
- Author, *Starting a Value-Added Agribusiness: The Legal Perspective*
- “Cooperative Organization for Value-Added Agribusinesses,” in *A Cooperative Approach to Local Economic Development*
- “Legal Framework of Cooperative Development,” in *Cooperatives and Local Development: Theory and Applications for the 21st Century*