



Stephen L. Brodsky

CORPORATE & LITIGATION PARTNER
OUTSIDE GENERAL COUNSEL

TEL 646 216 8300 ext. 114
MOBILE 516 314 1407
stephen@mazzolalindstrom.com

EDUCATION

Columbia Law School

Juris Doctor, 1993
Harlan Fiske Stone Scholar

University of Pennsylvania

B.A., Philosophy, 1989
summa cum laude
Phi Beta Kappa

PRACTICE AREAS

CORPORATE | ADVISORY | OUTSIDE GENERAL COUNSEL

- Formation — LLC operating, partnership and shareholder agreements
- Contract drafting and deal negotiations
- Mergers and acquisitions, joint ventures and licensing agreements
- Operations and employment — advisory and risk mitigation
- Dispute negotiation and resolution without formal litigation

BUSINESS LITIGATION | ARBITRATION | MEDIATION

- Contract disputes — all industries, all types
- Private company disputes — corporations, LLCs and partnerships
- Employment disputes — non-solicits | non-competes trade secrets
- Securities/Financial disputes — securities | private equity | financial instruments
- Unfair competition — trade secrets | business torts

Stephen has a broad corporate transactional and commercial litigation practice. He also serves as outside general counsel to companies in a wide variety of industries.

Stephen handles corporate transactional matters for his private company and entrepreneur clients, from start-up through maturity. He handles their formations, mergers and acquisitions, joint ventures, and other contracts. He negotiates on behalf of his clients, drafts their agreements, and advises on issues arising in connection with their day-to-day operations.

A veteran litigator and courtroom lawyer, Stephen has litigated significant cases on behalf of his corporate and individual clients in federal and state courts throughout the United States. He handles bench and jury trials and is also an accomplished appellate attorney. He also represents his clients in arbitrations, mediation and administrative proceedings before government agencies.

Stephen's practice spans industries. He has broad experience in a wide variety of matters, including private company disputes and "business divorces;" unfair competition, fraud and business torts; restrictive

covenant and employment disputes; claims involving corporate governance, officers and directors; publicly traded and privately sold securities; financial instruments and banking issues; real estate and construction projects; and breach of contract disputes of all types.

Stephen is known by his clients and peers for his practical mindset and creativity. He is rated AV® Preeminent™ by Martindale-Hubbell and is a member of the Theodore Roosevelt Inn of Court, a society of attorneys, law professors, and judges in New York.

Outside his legal practice, Stephen is a sought-after author, speaker, and educator. He regularly publishes on legal and business-related subjects in journals nationwide. He also presents continuing legal education courses to fellow attorneys, business owners and executives. He serves in multiple leadership roles in both the American Bar Association and New York State Bar Association.

Stephen is also active in nonprofit and civic work. He is a director of and outside general counsel to a New York nonprofit and involved both in national and local organizations.

ACTIVITIES & AFFILIATIONS

AMERICAN BAR ASSOCIATION

- Member, National Conference of Lawyers and Certified Public Accountants
- Co-Chair, Securities Litigation Subcommittee
- Practice Points, Editor, Commercial & Business Litigation Committee
- Co-Chair, Alternative Dispute Resolution Subcommittee (2018–2019)

NEW YORK STATE BAR ASSOCIATION

- Co-Chair, Corporate Counsel Litigation Committee
- Chair, Business Organizations Law Committee
- Member, NYSBA Task Force on Covid-19 Immunity and Liability (October 2020–May 2022)
- Co-Chair, Committee on Federal Judiciary (January 2019–May 2022)

HONORS

- AV® Preeminent™ rated by Martindale-Hubbell
- Theodore Roosevelt American Inn of Court, Member

BAR & COURT ADMISSIONS

- New York
- U.S. District Courts for the Southern and Eastern Districts of New York; District of New Jersey; U.S. Court of Appeals for the Second, Third and Eighth Circuits

COMMUNITY AFFILIATIONS

- Autism Communities (Board member, Outside General Counsel)
- Autism Speaks (New York State Advocacy Ambassador)

RECENT SPEAKING ENGAGEMENTS

- *Mediation of Business Divorce Disputes*, Chicago Bar Association, Panelist (Dec. 2024)
- *Strategies in International Litigation*, U.S.-Mexico Bar Association, Annual Meeting, Cancun, Mexico (Nov. 2024)
- *How to Succeed as In-House Counsel*, Moderator, New York State Bar Association, Corporate Counsel Committee (Feb. 2023)
- *Post-Closing Issues: Integration & Potential Buyer/Seller Disputes*, Faculty, WestLegal Ed., CLE (Nov. 2022)
- *Advice for ABA Editors*, American Bar Association, Panelist, Fall Leadership Conference (Oct. 2022)
- *Enforcement, Post Judgment, Proceedings and Collections*, Faculty, WestLegal Ed., CLE (Nov. 2022)
- *Resolving Shareholder Disputes*, Faculty, WestLegal Ed., CLE (Jun. 2022)
- *Lessons Learned Going In-House*, Moderator, American Bar Association, (Jan. 2022)
- *Thinking Like a Lawyer and a Business Executive*, Moderator, American Bar Association, Roundtable (Oct. 2021)*Appellate Practice 101*, Faculty, WestLegal Ed., CLE (Oct. 2021)
- *Anatomy Of A Trial*, Faculty, WestLegal Ed., CLE (Sept. 2021)
- *When Preliminary Agreements Are Enforceable: Best Practices For Commercial Transactions*, Speaker, New York State Bar Association, CLE (Jun. 2020)
- *Arbitration – Best Practices, Hot Topics and Insights*, Moderator, American Bar Association (Oct. 2019)
- *Conducting A Commercial Arbitration In New York*, Speaker, Nassau County Bar Association, CLE (Feb. 2019)

RECENT PUBLICATIONS

- *Writing Effectively as a Litigator*, American Bar Association, Commercial & Business Litigation Committee (Apr. 2022)
- *Fiduciary Duty Claims Involving Investment Advisers and Other Financial Professionals*, American Bar Association, chapter in reference guide, *Litigating Fiduciary Claims* (Feb. 2022)
- *Averting a Business Divorce: Lessons from the Pandemic*, American Bar Association, Commercial & Business Litigation Committee (Nov. 2021)
- *Cross-Border Arbitration: A Beneficial Alternative To Resolving International Commercial Disputes*, American Arbitration Association, Dispute Resolution Journal (Fall Ed. 2020)
- *Restrictive Covenants In Employment and Related Contracts*, American Bar Association, Commercial & Business Litigation Committee (Feb. 2019)

- *Best Practices When Using Term Sheets, Letters of Intent or Memoranda of Understanding in Commercial Finance Transactions*, The Secured Lender (Oct. 2018)
- *Protecting Venture Capital Firms Against Securities Litigation*, American Bar Association, Securities Litigation Journal (Aug. 2018)
- *Navigating Federal and State Law in a NY Arbitration*, New York Law Journal (Aug. 2018)
- *Enforcing Preliminary Agreements Under New York Federal Law*, New York Law Journal (Jan. 2018)

REPRESENTATIVE MATTERS AND CASES

Represented senior executive in employment termination dispute with public company employer. Secured severance package and consulting agreement.

Ongoing representation of large Mexican industrial properties owner in US litigations involving international companies.

Lead attorney for food company client in joint venture with celebrity music artist; negotiated joint venture, licensing, and intellectual property agreements.

Defended bioengineering company against minority shareholder action asserting wrongful termination and fiduciary duty breaches. Full dismissal.

Prosecuted wrongful termination action on behalf of executive against private company employer. Secured favorable settlement on eve of trial.

Ongoing corporate and advisory work for high-profile Manhattan tourist establishment and its owner.

Ongoing corporate transactional and employment work for material engineering company.

Defended national airport retail company against minority shareholder action asserting fraud and self-dealing. Secured favorable result.

Defended Florida bank in SDNY action alleging defaults of \$10 million in debentures.

Represented leading security company in simultaneous federal litigation and arbitration against officer for self-dealing and wrongful competition.

Defended Board in related state action. Achieved global settlement.

Represented bank in fraudulent conveyance action against corporate debtors. Secured Plaintiff's judgment.

Represented financial company in hotel and celebrity restaurant development dispute.

Represented investment company in dispute involving financing of Manhattan project.