



## Rob Lang

Partner

Chicago  
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### PRACTICES

- Alternative Dispute Resolution
- Litigation
- Real Estate
- Shareholder Rights, Relations and Dispute Resolution
- Business Litigation
- Private Client Services
- Sports and Entertainment Law

### INDUSTRIES

- Financial Services
- Health Care
- Information Technology
- Manufacturing
- Professional Services
- Real Estate
- Staffing/Recruiting
- Transportation and Logistics

### EDUCATION

- Wake Forest University School of Law, J.D.
- University of Illinois at Urbana-Champaign, B.A.

### ADMISSIONS

- Illinois

### LANGUAGES

- Spanish

Litigation can be a chess match or a street fight: Rob has the skills and experience needed to navigate either approach.

Rob is a commercial litigator who focuses on preventing and resolving "business divorces" and representing clients in complex contract disputes across various industries, including real estate disputes and non-compete cases.

For two decades, Rob has represented parties embroiled in a "business divorce," a term that encompasses any dispute where business owners can't get along. These serious disputes can affect everyone from individuals to multi-billion dollar companies and frequently crop up when, during the formation of a new business, the owners do not pay close enough attention to their operating agreements or shareholder agreements — or unwisely forgo such agreements altogether. Rob works closely with his clients to prepare a good "prenuptial agreement" for their business that accounts for the various trigger points of conflict that he has seen over the years.

If litigation proves necessary, Rob is highly experienced in the complex intersection of litigation, corporate, employment, trusts and estates, and other areas of the law that frequently accompanies these types of disputes. Because estate planning is often intertwined with changes in a business' structure and governance, Rob draws on his significant experience in trust and estate litigation to represent executors, trustees and beneficiaries in all kinds of legal actions related to estates and trusts.

Rob's general litigation experience includes the successful resolution of complex contractual and other business disputes in various industries, including real estate, manufacturing (including food), health care, professional services, sports, transportation, and energy.

Rob deeply values service to the community and is currently a board and executive committee member of the Ronald McDonald House Charities chapter for Chicagoland and Northwest Indiana. Rob was also privileged to be honored as the "Hero of the Year" in 2011 for his pro bono work on behalf of Marklund, which provides care for people with severe developmental disabilities in suburban Chicago. Rob is a founding director of Fight for Chicago, a charity that provides boxing training and mentoring to disadvantaged Chicago youths. Rob also serves on Thompson Coburn's Management Committee.

## EMPLOYMENT

- Thompson Coburn LLP Partner, 2011-Present
- Holland & Knight LLP Partner, 2007-2011
- Quarles & Brady LLP, 2006-2007
- FagelHaber LLC, 1997-2006
- Querrey & Harrow, 1994-1997

## COMMUNITY

- Ronald McDonald House Charities of Chicagoland and Northwest Indiana, Board of Directors, Chair of Governance Committee, Executive Committee
- Fight For Chicago
- Marklund

## Recognitions

- Listed in The Best Lawyers in America® (by BL Rankings), 2023
- Listed in Illinois Super Lawyers, 2010-2022 (by Thomson Reuters)
- Marklund Hero of the Year, 2011
- Pro Bono All-Star, Holland & Knight LLP, 2011
- Included in Illinois Super Lawyers Rising Stars list, 2009 (by Thomson Reuters)

## Experience

- **Headline-making results at trial and otherwise in high-profile 'business divorces'**

Rob has represented minority owners, majority owners, management and the company in disputes related to governance, valuation, fiduciary and other issues. His successful results for his clients have been reported in the Chicago Sun-Times, the Chicago Tribune, Crain's Chicago Business, the Gary Post-Tribune and other media.

Obtained not guilty judgment at trial and prevailed on six-figure counterclaim in commercial lease dispute before the Circuit Court of Cook County's Chancery Division.

Proved oppression for a minority shareholder of a well-known fast food franchisor, entitling the shareholder to a buyout at (undiscounted) "fair value" at trial, and forcing the majority shareholder out of control of the company.

Won a dismissal upon summary judgment in federal court for his client in defending a large claim for the client's alleged failure to honor a promise to provide stock options.

Obtained a judgment after a trial for a partner who was a shareholder in an automobile dealership business. Rob's client was awarded money damages as well as attorney's fees as an exception to the "American Rule," which generally does not allow successful plaintiffs to recover attorney's fees.

Obtained a temporary restraining order and then an injunction after a three-week trial on behalf of oppressed doctors whose opponents attempted to lock them out of their membership and management interests in an Indiana physician-owned hospital that they founded.

Obtained a court-ordered receivership of a profitable company in Colorado on behalf of an oppressed minority shareholder, with the court agreeing to strip the majority shareholder of control of the company due to shareholder oppression and lack of transparency in providing corporate records.

Obtained summary judgment for a minority shareholder on his right to inspect the company's records after the controlling shareholder refused access, and on his right to a buyout pursuant to a shareholder agreement that the controlling shareholder argued did not afford Rob's client a buyout right. As to the buyout right, Rob proved that the

shareholder agreement, although unartfully drafted by other counsel, provided Rob's client with a buyout right as a "matter of law."

Obtained numerous buyouts for clients who were oppressed by those in control of their companies.

- **Successful representation of clients facing other types of claims at trial and otherwise**

Obtained a not guilty judgment at trial for a client accused of misappropriating corporate assets.

Obtaining a not guilty arbitration award for a general partner to a large real estate venture as to a multi-million dollar claim brought by several well-known professional athletes, including several NBA All-Stars such as Michael Jordan.

Obtained not guilty verdicts for a public transportation entity in a series of personal injury lawsuits; in one case, successfully won a counterclaim for the client.

Obtained a dismissal upon summary judgment for a publicly-traded client defending a commercial eviction claim.

Obtained a summary judgment in a \$25 million claim filed against commercial lender, defeating the borrowers' lender-liability claims.

Won on appeal for physician-clients in precedent setting non-compete case. See, *Northwest Podiatry Center, Ltd. v. Ochwat*, 2013 II App (1st) 120458. In this case, the appeals court reversed a temporary restraining order against Rob's clients. On remand, the trial court awarded Rob's clients hundreds of thousands of dollars in damages and attorney's fees caused by the temporary restraining order.

Obtained a multi-million dollar settlement for a publicly-traded food distributor in its claim against a publicly-traded restaurant chain for breach of a master distribution agreement.

Represented technology licensees in license agreement disputes, including those involving alleged royalties due the licensor.

Obtained a favorable settlement for an internationally-known charitable organization where a decedent's heirs challenged his bequest to the charity.

Obtained a settlement for a well-known charity in a large breach of contract case.

Represented a former NFL coach in a business matter.

- **Successful representation of clients facing other types of claims at trial and otherwise**

Obtained summary judgment for commercial tenant in a square footage dispute allowing for his client to recover hundreds of thousands of dollars in rent overpayments and to save over a million dollars in future rent.

Won a heavily contested plan confirmation trial for a Chapter 11 bankruptcy client/debtor.

### **Publications**

- "Judges Giving Departing Doctors New Leverage"; *Crain's Chicago Business*, July 18, 2013
- "Stormy Seas for Businesses That Neglect 'Divorce-Proofing' Shareholder Agreements"; *The Wealth Counsel Quarterly*, July 2013
- "Corporate Governance Issues from a Litigator's Perspective"; *E-book published by ExecSense*, January 2013
- "The Facilitated Buy-Sell Agreement"; *XPX Boston, Babson College*, May 10, 2012
- "Marklund Announced 2011 Hero Award Recipients"; *Daily Herald*, May 24, 2011
- Woodrum/ASD Sues Former Clients in Indiana; Courts will Decide Who's Entitled to Sale Proceeds and Management Fees; *Outpatient Surgery Magazine*, March 1, 2010
- "Brown's Chicken Co-Founder Ordered to Pay Former Co-Owner to Buy Out Shares"; *Chicago Sun Times*, February 18, 2010
- "Brown's Chicken Owner Liable for Buying Out Partner, Judge Says"; *Crain's Chicago Business*, February 18, 2010
- "Legal Fight Between Owners Leads to Brown's Chicken Chain Bankruptcy"; *Chicago Tribune*, December 31, 2009
- "Brown's Chicken Files for Chapter 11, Brought Down by Lawsuit"; *Crain's Chicago Business*, December 30, 2009
- "Judge: Pinnacle Founder Wronged"; *Gary Post-Tribune*, November 2008
- "Judge Backs Singh in Pinnacle Suit"; *Gary Post-Tribune*, November 22, 2008
- "More Plot Twist in Pinnacle Case"; *Gary Post-Tribune*, September 9, 2008
- "Pinnacle Docs Hurl Accusations in Court"; *Gary Post-Tribune*, September 4, 2008