



Kristin S. Godfrey

Shareholder

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Kristin Godfrey is a transactional attorney who primarily represents financial institutions, business entities and their owners. She specializes in the areas of business and finance, general corporate matters including mergers and acquisitions, real estate and estate & business succession planning. Kristin's practice involves multi-state transactions with her representation of banks, business entities and individuals located throughout the Rocky Mountain region and the Southwest. She maintains active licenses to practice law in Colorado, Arizona and Michigan.

Since 2006, Kristin has been an equity stakeholder in different local and national private law firms located in Denver, Colorado.

PRACTICE AREAS:

Banking, Lending & Financial Institutions

Business & Corporate

Real Estate

EDUCATION:

J.D., University of Notre Dame (1995)

B.A., George Washington University (1992)

LICENSED IN:

Colorado, Arizona, Michigan

REPRESENTATIVE EXPERIENCE

- Represents financial institutions and private equity lenders in commercial, real estate, construction and agricultural loans, including loan participations and loan syndicates.
- Represents national and state-chartered community banks in mergers and acquisitions.
- Represents small to medium-sized privately-held businesses in a wide variety of matters, including: formation and organization of the business, advising and preparing buy-sell agreements among equity owners, advising officers and directors, drafting and negotiating vendor, trade and other agreements such as non-competition agreements and employment agreements, preparing business succession plans and winding up dissolving companies.
- Represents private-industry buyers and sellers in mergers, stock purchase transactions, and asset purchase transactions.
- Represents both buyers and sellers, and landlords and tenants, in commercial and residential real estate transactions.
- Drafts and negotiates a variety of real estate contracts and agreements, including purchase and sale contracts, deeds, escrow agreements, commercial leases, and easements, and in connection with those transactions, conducts title, survey and environmental disclosure review and closings.

REPRESENTATIVE TRANSACTIONS

- Seller's counsel in sale of assets and liabilities of offset-printing and direct mail advertising company.
- Lender's counsel in \$26 million construction loan for franchised-hotel project.
- Seller's counsel for sale of assets and liabilities of audit and consulting firm to national accounting firm.
- Corporate and borrower's counsel for developer building boutique assisted-living facilities.
- Lender's counsel in \$42 million, four-tranche financing, secured by real estate and oil and gas interests.
- Seller's counsel in sale of 100% of outstanding shares of medical device manufacturing

company to publicly-traded Delaware corporation in exchange for \$72 million of combined cash and stock.

- Bank holding company counsel in stock sale transaction of subsidiary bank and debtor-in-possession financing in connection with a petition filed under Section 363 of the U.S. Bankruptcy Code.
- Buyer's counsel in stock purchase of multi-branch local community bank in southwestern Colorado and northwestern New Mexico.
- Seller's counsel in sale of Subchapter S corporation bank holding company and three subsidiary national and state banks in two different stock sale transactions aggregating \$73 million.
- Seller's counsel in merger of Idaho banks and bank holding companies.
- Seller's counsel in merger of Washington-based bank holding company for a mix of cash and stock in purchasing bank holding company.
- Seller's counsel in \$42 million stock sale to subsidiary of publicly-traded Delaware corporation.
- Seller's counsel in conversion of closely-held corporation to Employee Stock Ownership Plan (ESOP) and immediate stock sale to for \$37 million.
- Lender's counsel in \$10 million financing of solar energy production facilities at various sites in Colorado.
- Lender's counsel in multi-tranche health care receivables financing transaction.
- Lead lender's (Agent's) counsel in a \$105 million working capital loan syndicate.

EDUCATION

- Juris Doctorate, University of Notre Dame, South Bend, Indiana (1995)
- Bachelor of Arts, George Washington University, Washington, D.C. (1992)
 - Member, *Phi Beta Kappa*

PUBLICATIONS AND PRESENTATIONS

- "What Millennials Look for From a Financial Services Provider and Employer" – Panel Organizer and Moderator; Bankers' Bank of the West 2017 Operations Conference: Surveying the Next Five Years, Denver, Colorado, August 2017
- "Emerging Risk Areas in Bank Litigation" – Presenter; Colorado Bankers Association, May 2017
- "Right to Work – Navigating Non-Competition and Non-Solicitation Covenants" — Presenter; Colorado Bankers Association, Denver, Colorado, March 2017
- "Board & Management Succession" – Panel Moderator; Western States Director Education Foundation, Community Bank Director Symposium, Scottsdale, Arizona, November 2016
- "Troubleshooting New Mortgage Rules" – Presenter; Colorado Bankers Association Management Conference, January 29, 2015
- "What You Don't Know Can Hurt You: Educating Directors on Lending Activities" – Presenter; Independent Bankers of Colorado (IBC) Education Foundation, Commercial Lenders' Conference, May 2014

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- Numerous loan documentation and UCC training seminars to mid-level and senior level loan officers

RECOGNITIONS

- Colorado Super Lawyers, Banking, 2012 - 2018
- Colorado Rising Stars, Banking and Business/Corporate, 2009

PROFESSIONAL AND CIVIC ACTIVITIES

- Banker's Foundation of Colorado, Director 2006 – present; Chairwoman of the Board, 2010 - present
- Colorado Bar Association
- Denver Bar Association
- Arizona Bar Association
- Michigan Bar Association

PERSONAL

Kristin enjoys hiking the mountains of Colorado and Arizona, boating on the Great Lakes of Michigan, skiing, biking and the endless pursuit of improving her golf game.

Awards

