Closely Held & Family-Owned Businesses

Serving as a trusted adviser to owners, entrepreneurs and executives, our closely held and family-owned businesses lawyers represent regional, national and global entities across a variety of industry sectors throughout all stages of the corporate life cycle, from formation and growth to succession planning and exit events.

Our Approach

We recognize the unique challenges involved in owning and running a closely held and family-owned business — including developing an effective management team, seizing on growth opportunities and assembling a well-integrated group of outside professional advisers — and the environment in which they arise that may involve limited capital and human resources. With resources and backgrounds across a variety of disciplines — including tax, corporate, mergers and acquisitions, employment, employee benefits, and trusts and estates planning — our team provides an integrated, readily available set of legal services to clients amid an ever-changing and dynamic landscape.

Our Services

Building a Solid Foundation

It is important to ensure that tax and liability considerations, ownership issues, and transition and exit strategies are appropriately addressed at the formation stage. Our closely held and family-owned businesses lawyers assist new ventures in selecting the most advantageous legal structure (corporation, limited liability company, business trust, partnership or other entity). We counsel clients on important corporate governance, voting and control issues to ensure that decision-making is aligned with business objectives. Our lawyers support clients in ownership and management continuity strategies through buy-sell arrangements and employment and phantom equity arrangements to attract and retain key employees. We advise on the acquisition, protection and exploitation of technology and other intellectual property rights that are important assets of an emerging or established company.

Growing the Business

In supporting business growth, we assist in the planning, structuring and negotiating of acquisitions, including leveraged buyouts, strategic alliances and joint ventures. We also work with our clients to create boards of advisers that bring accountability and an outside perspective to the company’s planning efforts. Our lawyers match companies with interested financing sources and handle various financing options, including commercial bank loans, sales and leasebacks, tax-exempt financings, plant and equipment loans, lines of credit, term loans, letter of credit facilities, conventional collateralized loans and subordinated debt.

Planning Succession Issues and Exit Strategies

Our lawyers have a wealth of experience working with owners and their families and their respective accountants, wealth management advisers and investment bankers to help closely held and family-owned clients facilitate tax-advantaged succession of their business, while also integrating such succession strategies with the business owner's objectives. This planning includes buy-sell and voting trust agreements, funding arrangements to provide estate liquidity, family partnerships, deferred compensation arrangements, and various tax-leveraged options for transferring an interest in a business, such as private annuities, installment sales, sales to grantor trusts, grantor retained annuity trusts (GRATs) and other estate "freeze" techniques.

Where a client aims to realize some of the value of its business outside the family, we plan and implement a variety of strategies to accomplish this objective, including the sale of the business, a recapitalization of the equity through a strategic or financial investor, or the pursuit of a public stock offering.

Resolving and Preventing Disputes

If conflicts arise among the owners of a business, its employees, its customers or its suppliers, our experience in business law, as well as with mediation strategies, enables us to resolve conflicts cost-effectively. Our alternative dispute resolution (ADR) lawyers — regionally and nationally recognized — have served as mediators to efficiently resolve disputes involving closely held and family-owned businesses. If litigation is necessary, our litigators have a wealth of knowledge in such matters.

Representative Matters

- Represented a closely held manufacturing business that increased its revenues by 2,000% in four years via leveraged acquisitions, which included the negotiation and drafting of the acquisition agreements, as well as senior and mezzanine debt financing documentation.
- Represented numerous closely held business owners in a wide variety of industries (including multigenerational family-owned businesses, mechanical services businesses, energy consulting, technical staffing, healthcare technology, frozen food manufacturing, industrial products distribution, recycled rubber products, specialty pharmacy, continuing care facilities, physician practice groups, architecture and food processing) in mapping out and implementing their business succession plans, which include growth of their business through acquisitions, the sale of the business (to strategic or financial buyers or to key management personnel) or passing equity onto the next generation while maintaining control of the company; and working closely with those owners to address complicated intergenerational issues in connection with those transactions.
- Represented a closely held company with operations in engineering, technical recruiting, healthcare, industrial inspection and construction management in connection with its acquisition of an engineering services firm.
- Represented the owner of a large closely held business in connection with the creation of rolling grantor retained annuity trusts (GRATs) resulting in the gift-tax-free transfer of several million dollars in appreciated stock to dynasty trusts for descendants.
- Represented the owner of a closely held business and various private equity interests in connection with the creation of an intentionally defective grantor trust for "selling" appreciated company stock income tax-free to the long-term trusts to freeze the value of the stock and remove all future appreciation from the owner's estate.
- Represented the owner of various closely held businesses in the formation of a family limited partnership for asset management and enabling the discounting of significant gifts of limited partnership interests to long-term trusts for descendants.

Publications

Entrepreneur 2 Entrepreneur: David J. Winkowski
June 17, 2026

Supreme Court Sides with IRS in Stock Redemption Agreement Case
June 14, 2024

Experience

Gencore Investments, LLC Acquires Four Apartment Communities in Pittsburgh, PA Suburbs

Stradley Ronon represented Gencore Investments, LLC (DBA Berger Rental Communities) in acquiring and financing four apartment communities owned by seven different entities comprising a total of 1,438 apartment units in the Pittsburgh, PA suburbs. With this acquisition, Berger Rental Communities has grown to 40 apartment communities with approximately 9,000 apartment units across Pennsylvania, Delaware, and Maryland.

Stradley Assisted in Dual-Class Structure IPO

Stradley Ronon assisted one of the three Westphal family groups in connection with Vertex Inc.'s IPO, which was completed on July 29, 2020, and raised $401 million dollars for the company. As part of the IPO process, Vertex Inc. created a dual-class structure which gives the three Westphal family groups owning a combined 78.5% of the company's voting power after the IPO, and the existing family groups needed to amend and restate their shareholders' agreement to take account of such dual-class structure and the realities of being a public company.

Spring Garden Lending Group on Solid Soil with Investment

Stradley Ronon's corporate team assisted a group of former Valley Green Bank executives, led by former CEO Jay Goldstein, in the formation of Spring Garden Lending Group. The company specializes in short-term loans to help acquire, rehabilitate, construct and refinance investment real estate properties in Greater Philadelphia.