



MINNEAPOLIS

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PRACTICE AREAS

General Business & Complex
Commercial Litigation

Political Organizations &
Election Law

Real Estate Litigation &
Disputes

Shareholder Disputes

Trust & Estate Litigation

Litigation & Dispute Resolution

Investigations & White-Collar
Defense

Government Relations

Nonprofit & Tax-Exempt
Organizations

Bankruptcy Litigation

Health Care Litigation

eDiscovery: Data, Records &
Information Governance

Complex Financial Litigation

INDUSTRIES

Brian Dillon

Partner | brian.dillon@lathropgpm.com

"Brian Dillon is a brilliant lawyer. He is able to articulate complicated legal issues in plain English and move decisively on litigation strategy in the courtroom. He works collaboratively with his colleagues, is responsive, and has an uncanny, empathic ability to meet the client where he/she is." Christine Warren, Founder and President of Oxygen Plus.

Brian Dillon is the Partner in Charge of the Minneapolis office for Lathrop GPM. Brian is an experienced litigator who specializes in trusts and estates litigation, complex business and shareholder disputes, and responding to government investigations and enforcement actions. Clients value Brian's diverse range of litigation experience and practical, down-to-earth approach in resolving disputes, both in and outside the courtroom.

In the trusts and estates area, Brian represents professional fiduciaries, individuals, families, and other interested parties involved in disputes over the validity or interpretation of wills, trusts, and other testamentary vehicles, as well as contested matters involving guardianships, conservatorships, and the rights of vulnerable adults. In this area, Brian works collaboratively with other subject matter experts in Lathrop GPM's Trusts, Estates and Legacy Planning group. Brian is also licensed to practice in U.S. Tax Court and helps to ensure his clients' interests are protected in disputes with state and federal regulators over estate taxes.

In the area of complex business and shareholder disputes, Brian focuses on resolving disputes among the owners of closely held and family-owned businesses. He regularly advises clients in disputes over



Restaurant, Food & Beverage
Health Care
Manufacturing
Technology

COURT MEMBERSHIPS

- Minnesota
- Wisconsin
- U.S. District Court District of Minnesota
- U.S. District Court District of Wisconsin
- U.S. Tax Court

EDUCATION

University of Wisconsin Law School, J.D., with honors

University of Notre Dame, B.A., with honors, Economics and Environmental Science

- Phi Beta Kappa

corporate governance, business succession, the rights of minority owners, and the appropriate use of corporate funds. Brian has extensive experience prosecuting and defending cases involving claims of fraud, embezzlement, unfair competition, and breach of fiduciary duty. His clients in this area come from a wide array of industries and include product manufacturers, financial service companies, IT service providers, software developers, health care companies, government contractors, and real estate developers.

In the administrative and regulatory context, Brian helps clients conduct internal investigations and respond to external ones triggered by government actors and whistleblowers. He defends clients who are subject to government enforcement and licensing actions, and he helps clients develop and implement effective compliance programs. Brian also special expertise in state and federal campaign finance laws and is regularly called upon to advise nonprofit advocacy organizations on compliance issues in this area

Before joining the firm, Brian served as an assistant attorney general in the Minnesota Attorney General's Office, where he prosecuted cases under Minnesota's consumer protection, financial services, health and antitrust laws.

Representative Experience

Trusts and Estates Litigation

- Represented heir of the Prince estate in initial stages of estate proceedings, securing appointment of special administrator and facilitating development of initial plans to secure and monetize estate assets
- Represented trust beneficiaries in contested trustee removal proceedings, securing emergency removal of trustee and order freezing trustee's personal accounts and assets pending development of surcharge claims
- Represented trust beneficiary and vulnerable adult in contested action to invalidate trust disclaimer on grounds of undue influence and lack of capacity, securing temporary restraining order freezing disputed assets in possession or control of trustee and paving way to favorable settlement

- Represented daughter of a decedent in a successful will contest, resulting in favorable settlement after establishing through extrinsic evidence that the will did not reflect the true intent of the decedent.
- Represented personal representative of an estate in petition for redetermination of deficiencies in federal estate tax involving disputes over transfers during life, debts of the decedent, and expenses and property not subject to tax, resulting in favorable settlement.
- Represented estate of decedent in an action against the decedent's former business partner in action to enforce contractual rights between the parties and for breach of fiduciary duty.

Complex Business Litigation and Shareholder Disputes

- Represented corporate owner of ethanol facility in case brought by former minority owners asserting claims related to a squeeze out merger, including six-day court-trial on valuation issues
- Represented former directors and officers of defunct insurance company against breach of fiduciary duty and related claims brought by company's court-appointed liquidator
- Represented publicly traded agricultural company and minority owner of joint venture in international arbitration involving claims of breach of fiduciary duty and member control agreement
- Represented majority owners of a product manufacturer in dispute among shareholders involving claims of minority shareholder oppression and breach of fiduciary duty, culminating in a six-day jury trial that reconsolidated ownership of the manufacturing entity in its majority owners.
- Represented majority owner of commercial cleaning service business in defense of breach of fiduciary claims asserted by minority owner, ultimately securing buyout on favorable terms
- Represented majority owners of a grain elevator company in dispute among shareholders involving claims of fraud, embezzlement, minority shareholder oppression, and breach of fiduciary duty that ultimately reconsolidated ownership of the entity in its majority owners.
- Represented a radio broadcasting company in a civil fraud and embezzlement action against former bookkeeper, resulting in a favorable judgment of \$1.5 million and an additional restitution order in connection with a related criminal action.

- Represented court-appointed receiver of companies used to operate a Ponzi-scheme in an effort to obtain relief for defrauded investors, asserting claims primarily under the Uniform Fraudulent Transfer Act.
- Represented franchisor in dispute with franchisee involving alleging wrongful termination of franchise agreement between the parties and violation of the Minnesota Franchise Act, culminating in three-day arbitration.

Administrative and Regulatory Defense

- Represented government and nongovernment entities in complex litigation and investigations involving alleged violations of the False Claims Act, state and federal health care regulations, false advertising and fair trade practice regulations, government contracting regulations, and campaign finance regulations
- Represented publicly traded money transmitter in response to contested case proceeding brought by Minnesota Department of Commerce
- Represented nonprofit corporation in appeal of a Minnesota State Arts Board's decision to deny grant funding, resulting in a favorable judgment of \$875,000
- Represented board of directors of a large insurance company in an internal investigation over a troubled development project, conducting numerous witness interviews and overseeing the review of some 1.2 million emails over a two-month period.
- Represented non-profit political advocacy organizations in cases involving claims under Minnesota's Fair Campaign Practices Act.
- Represented a medical imaging company in a civil dispute alleging Stark and Anti-Kickback violations
- Represented financial services company in responding to numerous investigations by the Minnesota Department of Commerce and Attorney General's Office.
- Represented general contractor in responding to numerous investigations by the Minnesota Department of Labor and Industry
- Represented bullion coin dealer in responding to numerous investigations by the Minnesota Department of Commerce.

Pro Bono Matters

- Representing Common Cause Minnesota, OneMinnesota.org and Voices for Racial Justice in Minnesota's special judicial redistricting

proceedings, advocating for the rights and interests of Minnesotans of color. Presented oral argument before five-judge Special Redistricting Panel on January 4, 2022, the final public step in a series of hearings held to gather input on redistricting and defend proposed maps intended to give Minnesota's growing minority communities the most influential and impactful voice on voting district boundaries.

- Volunteer attorney for the Minnesota Advocates, obtaining grants of asylum for African immigrants on the grounds of political, gender, and social group persecution
- Volunteer attorney for the Children's Law Center, representing children in CHIPS (Child in Need of Protection or Services) and related proceedings.
- Volunteer attorney for the Volunteer Lawyers Network, regularly staffing the self-help center at the Hennepin County Government Center.

Events

- Avoiding Litigation as a Fiduciary
June 30, 2021
- State of Litigation Virtual Event Series
Session 1 - Thursday, July 16; Session 2 - Thursday, July 23;
Session 3 - Thursday, July 30
- Can't We All Just Get Along? The Role of Business Succession Planning for Closely Held Companies
June 27, 2019
- Legal Guide to Privacy and Data Security: A Seminar Presented by Minnesota CLE
August 18, 2014

Presentations

- Presenter, *Effective Direct and Redirect Examinations*, Minnesota CLE, Litigating Probate and Trust Disputes, March 29, 2022
- Co-presenter, *Commencing a Case in 2021: Pleadings, Initial Hearings, and Scheduling During COVID and Beyond*, Minnesota CLE, Litigating Probate and Trust Disputes, March 18, 2021
- Co-presenter, *On the Edges of Capacity: Implications for Estate Planning*, Minnesota CLE, Probate & Trust Webcast Series, January 27, 2021; Minnesota State Bar Association Probate & Trust Law Section Conference, October 16, 2020

- Co-presenter, *Can't We All Just Get Along? The Role of Business Succession Planning for Closely Held Companies*, Minnesota State Bar Association Probate and Trust Law Conference, June 27, 2019
- Presenter, *Avoiding Shareholder Disputes Through Succession Planning*, St. Cloud Corporate Counsel Breakfast Briefing, June 2019
- Co-presenter, *Contesting a Will*, Minnesota CLE, Estate Planning, Probate and Trust Law 50, February 21, 2020; September 24, 2014
- Presenter, *The Federal Trade Commission Act & Privacy Protections*, Minnesota CLE Legal Guide to Privacy and Data Security, August 18, 2014
- Presenter, *The Litigator's Duty of Technical Competence: Predictive Coding - Ethics, Adoption, and Defensibility*, May 14, 2014
- Panelist, *Responding to Government Investigations: A Practical Anatomy*, GPM White Collar Roundtable, October 30, 2012
- Panelist, *An Insider's View of Health Care Fraud Enforcement: What's on the Radar of State and Federal Agencies and Private Litigants*, GPM 16th Annual Health Law Conference, July 1, 2012
- Panelist, *Priorities at the U.S. Attorney's Office Under the New Administration - A Conversation with New U.S. Attorney B. Todd Jones*, September 1, 2009

Client Alerts And Blog Posts

- Minnesota Court of Appeals Upholds Settlor's Intent, Rejects Beneficiary's Petition to Modify Trust and Receive Attorney Fees
January 6, 2022
- Minnesota Enacts "Harmless Error" Rule Relaxing Formalities That Govern the Execution of Wills
April 17, 2020
- Litigation Alert: Supreme Court Denies Review in Landmark ADA Case on Website Accessibility — What Does this Mean for Your Business?
October 11, 2019
- Nonprofit Alert: Federal Election Commission 2019-2020 Contribution Limits
February 27, 2019

- **TECP Alert: Court of Appeals Issues Important Opinion on Entitlement to Attorney Fees and Trustee Removal**
January 31, 2019
- **Litigation Alert: The ADA and Website Accessibility—The Latest Chapter**
January 18, 2019
- **TECP Alert: Minnesota Court Rules Trust Beneficiaries are Entitled to Interest on Delayed Payments of Specific Gifts**
October 2, 2018
- **Nonprofit Alert: Political Advertising on Social Media — New Requirements Emerge in Advance of the 2018 Elections**
September 7, 2018
- **Litigation Alert: Does the Attorney-Client Privilege Apply to Communications with Former Employees?**
March 15, 2017
- **Litigation Update: Big Changes Coming to Federal Rules of Civil Procedure in Effort to Curb Costs, Decrease Delays**
September 1, 2015
- **Nonprofit Alert: Disclaimer Requirements Apply to All Forms of Non-Media Communications Disseminated for the Purpose of Influencing an Election**
October 7, 2014
- **“Preparation for Minnesota Federal and State Discovery Conferences: A Practical Approach,” coauthor, William Mitchell Law Review**
April 10, 2014
- **Litigation Update - Rules of Civil Procedure Continue to Adapt to the Realities of Electronic Discovery**
December 30, 2013
- **Privacy Alert - Data Security Breach at Target is an Important Lesson for All Companies**
December 20, 2013
- **Privacy Alert – FTC Action May Turn Traditional Concepts of Privacy Enforcement and Franchise Law on Their Heads**
December 17, 2013
- **“2013 Legislature Adopts Important Amendments to Minnesota Campaign Finance Laws,” GPM Nonprofit Alert**
July 16, 2013
- **White Collar Update: The Minnesota False Claims Act: Expanded to Conform to Its Federal Counterpart and Maximize Medicaid Fraud**

Recoveries

April 23, 2013

- "The Minnesota False Claims Act—A Look Back And A Look Forward," Minnesota Physician
August 1, 2012
- Nonprofit Alert - February 2012
February 8, 2012
- Litigation Update - Stepped Up Efforts Under the False Claims Act Lead to Large Recoveries
September 21, 2011
- "Loan Repayment Program Is Helping Lawyers Help Others," The Hennepin Lawyer
December 1, 2010
- "What Does Citizens United v. FEC Mean for Minnesotans?," GPM Nonprofit Alert
February 1, 2010
- White Collar Update: The Department of Justice Under President Obama and Attorney General Holder: Priorities and Expectations
April 29, 2009
- "Minnesota Regulators Expected to Pass False Claims Act," Health Law Newsletter
January 1, 2009
- "Quality of Care as a Basis for False Claims Act Liability: Is the Proof Insurmountable?," coauthor, The Sedona Conference Journal
September 16, 2008

In The News

- MPR Quotes Brian Dillon on Minnesota Redistricting Case
January 4, 2022
- Star Tribune Quotes Brian Dillon on Minnesota Redistricting Case
January 4, 2022
- "Avoid Courting Disaster from Vague Business Contracts," Twin Cities Business
March 6, 2019
- "Good Question: What Are Political Ads Required To Disclose?"
WCCO-TV
September 13, 2018
- GPM January Pro Bono Spotlight
January 13, 2017

- "Brian and Liz Dillon," Our Stories
March 1, 2016
- GPM Clients Gain Asylum After 5-year Fight
December 14, 2015
- "Immigration Judges in Minnesota Face a 3,000 Case Backlog,"
Star Tribune
March 29, 2014
- "Data Privacy Concerns," Almanac
November 8, 2013

News Releases

- Lathrop GPM Attorneys in Minnesota Recognized for Pro Bono Service
June 21, 2022
- Chambers USA 2022 Names Lathrop GPM a Top Law Firm, Franchise Group Ranked Nationwide
June 1, 2022
- Lathrop GPM Attorneys Brian Dillon and Ryan Gerads Named Partner in Charge of Minneapolis and St. Cloud Offices
January 4, 2022
- Lathrop GPM Attorneys Named 2021 Minnesota Super Lawyers and Rising Stars
July 22, 2021
- Lathrop GPM Attorneys Named 2020 Minnesota Super Lawyers and Rising Stars
July 21, 2020
- Gray Plant Mooty Attorneys Named 2019 Minnesota Super Lawyers and Rising Stars
July 5, 2019
- Attorneys Recognized for Pro Bono Service
June 14, 2019
- Gray Plant Mooty Attorneys Named 2018 Minnesota Super Lawyers and Rising Stars
July 5, 2018
- Gray Plant Mooty Names New Litigation Practice Group Chairs
April 26, 2018
- 43 Gray Plant Mooty Lawyers Named 2017 Minnesota Super Lawyers and Rising Stars
July 5, 2017

- 40 Gray Plant Mooty Lawyers Named 2016 Minnesota Super Lawyers and Rising Stars
July 5, 2016
- 34 Gray Plant Mooty Attorneys Recognized as North Star Lawyers
May 5, 2016
- Thirteen Gray Plant Mooty Attorneys Named 2012 “Minnesota Rising Stars”
July 9, 2012
- Gray Plant Mooty Elects Six New Shareholders
January 3, 2011

Professional Affiliations

- Minnesota State Bar Association
- Wisconsin State Bar Association
- Federal Bar Association
- American Bar Association
- Hennepin County Bar Association
- Judicial intern, Wisconsin Supreme Court

Community Involvement

- Minnesota Loan Repayment Assistance Program (LRAP), board member, former board president
- The Advocates for Human Rights, volunteer attorney
- Minnesota Diversity In Practice, volunteer attorney mentor
- Dane County Court Appointed Special Advocates (CASA), former board president

Honors

- Excellence Award for Providing Pro Bono Services, Hennepin County Bar Association, 2022
- *Chambers USA: America's Leading Lawyers for Business*, Minnesota Litigation: General Commercial, 2022
- "Minnesota Super Lawyer®," Thomson Reuters, 2016-2021

- "Minnesota Rising Star," Thomson Reuters, 2012-2013
- "North Star Lawyers," Minnesota State Bar Association, 2015, 2018