



## MINNEAPOLIS

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118 Broadway,  
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## PRACTICE AREAS

General Business & Complex  
Commercial Litigation

Real Estate Litigation &  
Disputes

Shareholder Disputes

Trust & Estate Litigation

Complex Financial Litigation

Product Liability & Tort Litigation

Litigation & Dispute Resolution

Corporate & Business

## COURT MEMBERSHIPS

- Minnesota

# Charles K. Maier

Partner | [charles.maier@lathropgpm.com](mailto:charles.maier@lathropgpm.com)

*"As a lifelong competitor, my clients find that my passion to win extends beyond the playing fields into the courtroom."*

Practice Group Leader of Lathrop GPM's National Litigation Group, Charlie Maier is an experienced, strategic litigator and trusted choice for individuals and businesses facing complicated and acrimonious disputes, including:

- **Business owner and shareholder disputes** regarding fiduciary duties, valuations, and governance. Charlie has particular experience advising closely held and family-owned businesses.
- **Complex business transaction disputes**, including bet-the-company matters, M&A disputes, breach of asset or stock purchase agreements, closely held business litigation, joint ventures, securities, real estate, professional malpractice, and fraudulent transfers.
- **Trust, estate, and probate issues**, including the transfer of business ownership and assets.
- **Challenges related to post-sale duties, financial discrepancies, and other issues** that surface — sometimes years later — after companies have merged or been acquired.
- **Products liability disputes**, in a variety of industries, including agriculture, automotive, and manufacturing.

Clients benefit from his analytical and mathematical acumen, especially when financial reporting issues are of primary importance.

Charlies clients range from global Fortune 100 corporations and international franchises, to privately held and family businesses, and entrepreneurial ventures. In addition, he has provided litigation counsel to manufacturers against claims of products liability, personal injury,

- North Dakota
- Wisconsin

## EDUCATION

University of Michigan Law  
School, J.D., *cum laude*, 1992

University of Wisconsin -  
Madison, B.S., with distinction,  
1989, Phi Beta Kappa

and wrongful death, including cases involving tires, fuel hoses, wheel rims, truck trailers, acetylene torches, folding tables, and agricultural equipment. Charlie also has represented clients in appellate matters before the Minnesota Court of Appeals, the Minnesota Supreme Court, the North Dakota Supreme Court, and various U.S. Courts of Appeal.

Charlie is among a distinguished group of trial lawyers named a Litigation Counsel of America Fellow for his accomplishments in litigation and his ethical reputation. The invitation-only group comprises less than 1% of all trial lawyers in the U.S.

In addition to leading in the courtroom, Charlie has served in firm leadership as a practice group chair, board member, and past managing officer of the firm. He is a volunteer for many community-based organizations, including a longtime youth football coach.

## Experience

### ***Shareholder Disputes***

- Represented the 50% co-owner of a third-generation family farm, with 6,000 acres of land dedicated to corn and soybean production in North Central Minnesota. The other 50% owner, his brother, attempted to have the court forfeit our client's stock in the corporation based on allegations of financial wrongdoing. After nearly three years of litigation, we successfully convinced the Court to dissolve the corporation, and through the special master our client received \$20 million of real estate and equipment (about 50% of the value of the assets). We ensured that no ownership rights in the business were forfeited, and our client was finally able to sever ties with his estranged brother. *Tracy Becker v. Tod Becker and Becker Farms of Park Rapids, Inc.*, (File No. 29-CV-18-78, Hubbard Cty., Minn. Dist. Ct.)
- Represented majority owners of manufacturing business against claims of shareholder oppression brought by their sons. After a four-day jury trial, and post-trial motions, the corporation was able to redeem the minority shareholders stock at a substantial discount. *Darin Wurm et al. v. Production Stamping, Inc. et al.*, No. 86-CV-14-3128 (Wright Cty. Minn. Dist. Ct.).
- Represented company and majority owner against minority shareholder claims of oppression in a family owned agricultural

business, after a four-day Court trial, resolved by settlement. *Daybreak Foods, inc. v. Brent Rehm*, No. 2017CV000094 (Jefferson Cty. Wisc. Circuit Ct.).

- Represented corporation and majority owner from claims of minority shareholder oppression. Able to obtain a successful pretrial settlement resolving years of disputes over family business, a large agricultural business. *Jerome Schuler v. Minn-Kota Ag Products, Inc.*, Court File No. 84-CV-363, Wilkin County, Minn. Dist. Ct.).
- Represented the owners of a web-based business in obtaining a temporary restraining order against a former employee and shareholder who was competing. The case was favorably resolved by unwinding the client's purchase of the former shareholder's stock.
- Represented the part owner of a distribution company in a four-day arbitration involving claims by the other owners of conversion and other wrongful conduct. An arbitration award in favor of the client was four times more than the last settlement offer.
- Represented the majority owner of a construction company against claims by a minority owner involving conflict of interest transactions and breach of fiduciary duties, and successfully opposed a motion for a temporary restraining order and receivership.

### ***Complex Business Litigation Matters***

- Represented the seller in an M&A transaction where the Court found the buyer to have acted fraudulently and in breach of contract. In a rare decision, the Court found the owner of the purchasing LLC personally liable, thus piercing the corporate veil and awarding the claimant, Charlie's client, \$8.5 million.
- Represented winning prosper for city bus service against claims of conflict of interest and alleged noncompliance of proposal through multiple appeals and trial. *Rochester City Lines, Co. v. City of Rochester*, 868 N.W. 2d 655 (Minn. 2015); *Rochester City Lines, Co. v. City of Rochester*, 868 N.W. 2d 655 (Minn. 2016); *Rochester City Lines, Co. v. City of Rochester*, 913 N.W. 2d 443 (Minn. 2018).
- Prevailed after two-day jury trial, and post-trial motions, on claims seeking recovery of inter-company loan on unjust enrichment and money had and received grounds. Decision was affirmed on

appeal. *Production Stamping, Inc. v. Wurm Partnership*, No. A17-1846 (Minn. Ct. App. 2018).

- Prevail after a two-day jury trial, which determined client had no liability under a personal guaranty for a real estate lease entered into by a business the client sold. Decision was affirmed by the North Dakota Supreme Court. *Steriling Dev. Group Three, LLC v. Carlson*,
- Obtain complete defense verdict after a four-day court trial on claims of breach of oral contract and promissory estoppel related to an alleged lease transaction, which the Eighth Circuit affirmed in full. *InCompass, Inc. v. XO Communications, LLC*, 719 F.3d 891 (8th Cir. 2013).
- Obtained summary judgment on behalf of a property developer and service provider dismissing claims for breach of contract, promissory estoppel, unjust enrichment, and breach of an alleged joint venture. The decision was affirmed by the Minnesota Court of Appeals. *Horizon Engineering Services Company v. Lakes Entertainment, Inc., et al.*, Case No. A10-1682 (Minn. Ct. App. June 13, 2011).

### ***Trusts and Estates Litigation***

- Represented beneficiary in her father's estate in claims against her brother for minority interests in the family owned business. Successfully obtained settlement to redeem her 25% interest. *Mary Kelley v. James Dochniak and Jefferson Properties, Inc.*, (Court File No.: 27-CV-14-16176, Henn. Cty., Minn. Dist. Ct.).
- Represented three children challenging their mother's Trust on the grounds of undue influence in changes made shortly before death. Successfully reached settlement prior to trial. *In the Matter of Barbara G. Schuler Revocable Trust*, File No.: 09-2017-CV-02304, Cass Cty., ND Dist. Ct.).
- Represented a widow seeking full compensation for redemption of her deceased husband's stock in a closely held corporation. The amount obtained was 70% more than initially offered. *Fox v. First Byte Computers, Inc. et al*, No. 27-CV-08-1401 (Henn. Cty., Minn. Dist. Ct.).
- Represented business in claim against the estate of a former employee with embezzled significant funds prior to his death.

### ***Litigation Related to Buying and Selling Businesses***

- Successfully obtained summary judgment dismissing a multimillion-dollar claim of lost profits for alleged breach of a letter of intent by the potential seller of a business.
- Represented the buyer of a product line in an action seeking damages and rescission of a contract when the product failed. After moving to exclude the defendant's expert and opposing the motion for summary judgment, settlement ensued. *Zimmer Spine, Inc. v. Encore Medical, LP*, No. 08-CV-06261 (D. Minn.).

### **In The News**

- "Market Focus Minneapolis: What the Past, the Future and the 'Minnesota Way' Mean for Law Firms," The Mid-Market Report by Law.com  
December 6, 2018
- "The Big Four Threat is Real. Are You Ready?" The Mid-Market Report by Law.com  
August 2, 2018
- "Gray Plant Mooty: 150 Years," Twin Cities Business Magazine  
January 2016
- "Gaming Law Attorneys Tom Foley and Kevin Quigley Join Gray Plant Mooty," Indian Gaming  
October 1, 2015
- "Gray Plant Mooty Acquires Practice in Fargo," St. Cloud Times  
June 2, 2015
- "Rochester Bus Battle Reaches 11th Hour," Rochester Post-Bulletin  
June 26, 2012

### **News Releases**

- Chambers USA 2022 Names Lathrop GPM a Top Law Firm, Franchise Group Ranked Nationwide  
June 1, 2022
- Charlie Maier Named Practice Group Leader of Lathrop GPM's National Litigation Group  
February 22, 2022
- Seven Lathrop GPM Attorneys Named Lawyer of the Year, 100 Ranked as The Best Lawyers in America©  
August 19, 2021

- Lathrop GPM Attorneys Named to The Best Lawyers in America®, Lawyer of the Year, and Ones to Watch for 2021  
August 20, 2020
- Lathrop GPM Attorneys Named 2020 Minnesota Super Lawyers and Rising Stars  
July 21, 2020
- Gray Plant Mooty Attorneys Named The Best Lawyers in America® 2020  
August 15, 2019
- Gray Plant Mooty Attorneys Named 2019 Minnesota Super Lawyers and Rising Stars  
July 5, 2019
- Gray Plant Mooty Attorneys Recognized in The Best Lawyers in America® 2019  
August 15, 2018
- 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
- Gray Plant Mooty Announces Newly Elected Board Members  
March 26, 2018
- 37 Gray Plant Mooty Attorneys Recognized in The Best Lawyers in America 2018  
August 15, 2017
- 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
- Gray Plant Mooty Announces Newly Elected Board Members  
April 1, 2016
- Gray Plant Mooty Celebrates 150th Anniversary With A Year Of Service; Minneapolis Mayor Declares "Gray Plant Mooty Day"  
January 5, 2016
- 38 Gray Plant Mooty Lawyers Named 2015 Minnesota Super Lawyers and Rising Stars  
July 09, 2015

- Gray Plant Mooty Expands Fargo Presence Through Merger With Sandin Law  
June 1, 2015
- Gray Plant Mooty Announces Newly-elected Board Members  
April 1, 2015
- Sarah Duniway and Charlie Maier Assume Managing Partner Roles At Gray Plant Mooty  
April 1, 2015
- Gray Plant Mooty Names Sarah Duniway and Charlie Maier Managing Officers  
November 6, 2014
- 40 Gray Plant Mooty Lawyers Named 2014 Minnesota "Super Lawyers" and "Rising Stars"  
July 7, 2014
- Gray Plant Mooty's Charles Maier Named Litigation Winner of the 2014 Client Choice Awards  
April 8, 2014
- Four Gray Plant Mooty Attorneys Selected as Fellows of the Litigation Counsel of America  
May 14, 2013
- Gray Plant Mooty Announces Newly-elected Board Members  
April 24, 2013
- 27 Gray Plant Mooty Attorneys Named 2012 "Minnesota Super Lawyers"  
July 9, 2012
- Gray Plant Mooty Shareholders Re-Elect Four Board Members  
April 23, 2010

### Professional Affiliations

- Minnesota State Bar Association
- North Dakota Bar Association
- Wisconsin Bar Association

### Community Involvement

- Woodbury Athletic Association, youth sports coach
- Woodbury Peaceful Grove United Methodist Church, Trustee and Leadership Council

## Honors

- *Chambers USA: America's Leading Lawyers for Business*, Minnesota Litigation: General Commercial, 2022
- Litigation Counsel of America, Fellow
- "Minnesota Super Lawyer®," Thomson/Reuters, 2012-2019
- Client Choice Award
- *The Best Lawyers in America*®, 2018-2022