



Brian Dillon

Partner

Minneapolis

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Clients frequently turn to me in times of significant stress and pressure. I take pride in offering a strong blend of legal and emotional intelligence, striving to instill confidence in clients that they will receive vigorous representation focused on achieving the best possible results. As one client states, "Brian is brilliant. He can articulate the legal issues and move on them decisively. He is responsive to the client, with an uncanny empathic ability to meet the client where they are. He follows up to make certain there is nothing hanging undone. He is successful in court. He works collaboratively with his colleagues."

Brian Dillon is the Partner in Charge of Lathrop GPM's Minneapolis office. With a wealth of litigation experience, Brian concentrates on trust and estate disputes, complex business and shareholder conflicts, and defending against government investigations and enforcement actions. Clients value his diverse litigation background and straightforward, practical approach to resolving disputes in and outside the courtroom.

Brian represents high-net-worth individuals, families, family offices, trust companies, professional fiduciaries, for-profit and nonprofit organizations and other beneficiaries in disputes involving estates, trusts and other testamentary instruments. He also addresses disputes concerning guardianships, conservatorships and the rights of vulnerable adults across the upper Midwest and beyond. Licensed to practice before the U.S. Tax Court, Brian advocates for clients in matters involving estate taxes, ensuring their interests are protected in disputes with state and federal regulators.

Brian is often engaged in helping resolve estate conflicts among owners of closely held and family-owned businesses and in complex business and shareholder disputes. He frequently advises clients on corporate governance, business succession, minority shareholder rights and the appropriate use of corporate funds.

Areas of Focus

Services

[White-Collar Defense & Investigations](#)

[Litigation](#)

[Closely Held & Family Businesses](#)

[eDiscovery: Data, Records & Information Governance](#)

[General Business & Complex Commercial Litigation](#)

[Shareholder Disputes](#)

[Trust & Estate Litigation](#)

[Real Estate Litigation & Disputes](#)

[Financial Services Litigation](#)

[Payment Systems](#)

[Bankruptcy, Restructuring & Creditors' Rights](#)

[Health Care Litigation](#)

[ESG Guidance](#)

Sectors

[Agribusiness & Food](#)

[Health Care](#)

[Industrial & Manufacturing](#)

[Restaurant, Food & Beverage](#)

[Political Organizations & Election Law](#)

[Nonprofit & Tax-Exempt Organizations](#)

[Technology](#)

With extensive experience in prosecuting and defending cases involving claims of fraud, embezzlement, unfair competition and breach of fiduciary duty, Brian serves a diverse audience across various industries, including:

- Agribusiness
- Financial services
- Health care
- Manufacturing
- Real estate
- Restaurant, food and beverage
- Technology

In the administrative and regulatory space, Brian assists clients in conducting internal investigations and responding to those initiated by government agencies and whistleblowers. He defends clients facing government enforcement and licensing actions and helps them develop and implement robust compliance programs. Brian also has extensive knowledge of state and federal campaign finance laws and is frequently sought out to advise nonprofit advocacy organizations on compliance matters.

Before joining the firm, Brian served as an Assistant Attorney General in the Minnesota Attorney General's Office, where he prosecuted cases involving consumer protection, financial services, healthcare and antitrust laws. He represents the firm on the boards of Twin Cities Diversity in Practice and the Wanton Injustice Legal Detail. He is also a member of the Minnesota State Bar Association's Probate, Trusts and Estates Section and actively participates in its Litigation and Diversity and Inclusion Committees.

Experience

Administrative and Regulatory Defense

- Represented a major healthcare provider in a dispute with the Department of Human Services regarding the application of Disproportionate Share Hospital reimbursement rules and requirements.
- Represented health care provider in responding to federal and state investigative demands.
- Represented diversified agricultural company in responding to FTC subpoenas.
- Represented pharmacy services provider in response to investigative demand and enforcement action brought by the Minnesota Board of Pharmacy.
- Advocated for a bullion coin dealer in connection with multiple investigations and enforcement action led by the Minnesota Department of Commerce.
- Advocated for government and private entities in complex litigation and investigations involving alleged breaches of the False Claims Act, state and federal healthcare regulations, false advertising and fair-trade practice regulations, government contracting regulations and campaign finance laws.

- Assisted a financial services company in addressing multiple investigations conducted by the Minnesota Department of Commerce and the Attorney General's Office.
- Assisted a nonprofit organization in appealing a decision by the Minnesota State Arts Board to deny grant funding, resulting in a favorable judgment of \$875,000.
- Represented a general contractor in response to various investigations by the Minnesota Department of Labor and Industry.
- Represented a medical imaging company in a civil dispute alleging Stark and Anti-Kickback violations
- Represented a publicly traded money transmitter in a contested case proceeding initiated by the Minnesota Department of Commerce.
- Represented the 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 two months.
- Represented nonprofit political advocacy organizations in legal matters related to claims under Minnesota's Fair Campaign Practices Act.

Complex Business Litigation and Shareholder Disputes

- Represented majority owner of closely held businesses in action by minority owner alleging breach of fiduciary duty and reasonable expectations, resulting in buyout on favorable terms.
- Advocated for a franchisor in a dispute with a franchisee alleging wrongful termination of the franchise agreement and violations of the Minnesota Franchise Act, culminating in a three-day arbitration.
- Advocated for the corporate owner of an ethanol facility in a case brought by former minority owners, addressing claims related to a squeeze-out merger, which included a six-day court trial focused on valuation issues.
- Advocated for the majority owners of a grain elevator company in a shareholder dispute involving claims of fraud, embezzlement, minority shareholder oppression and breach of fiduciary duty, ultimately restoring ownership of the entity to its majority owners.
- Represented a publicly traded agricultural company and a minority owner of a joint venture in international arbitration concerning claims of breach of fiduciary duty and violations of the member control agreement.
- Represented a radio broadcasting company in a civil fraud and embezzlement lawsuit against a former bookkeeper, resulting in a favorable judgment of \$1.5 million and an additional restitution order linked to a related criminal case.
- Represented former directors and officers of a defunct insurance company against breach of fiduciary duty and related allegations raised by the company's court-appointed liquidator.
- Represented the court-appointed receiver of companies involved in a Ponzi scheme in efforts to obtain relief for defrauded investors by asserting claims primarily under the Uniform Fraudulent Transfer Act.
- Represented the majority owner of a commercial cleaning service against breach of fiduciary duty claims from a minority owner, ultimately achieving a buyout under favorable terms.

- Successfully represented the majority owners of a product manufacturing company in a shareholder dispute 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 to its majority owners.

Pro Bono Matters

- Acted as a volunteer attorney for the Children's Law Center, representing children involved in CHIPS (Child in Need of Protection or Services) and related proceedings.
- Lead counsel for Common Cause Minnesota, OneMinnesota.org, and Voices for Racial Justice during Minnesota's special judicial redistricting proceedings, representing the rights and interests of Minnesotans of color. Delivered oral arguments before a five-judge Special Redistricting Panel, which marked the final public step in a series of hearings aimed at gathering input on redistricting and defending proposed maps designed to enhance the influence of Minnesota's growing minority communities on voting district boundaries.
- Serving as a volunteer attorney for Minnesota Advocates, successfully securing grants of asylum for immigrant refugees from Cameroon, Guinea, Afghanistan and Somalia based on claims of political, gender and social group persecution.
- Volunteered as an attorney with the Volunteer Lawyers Network, regularly staffing the self-help center at the Hennepin County Government Center.

Trusts and Estates Litigation

- Advocated for beneficiaries in contested trust proceedings, which involved a six-day court trial, successfully obtaining an order invalidating certain estate planning instruments due to undue influence and unconscionability.
- Advocated for the personal representative of an estate in a petition for redetermination of federal estate tax deficiencies involving disputes over lifetime transfers, debts of the decedent and expenses and property not subject to tax, resulting in a favorable settlement.
- Advocated for trust beneficiaries in contested proceedings for the removal of a trustee, resulting in the emergency removal of the trustee and a court order to freeze the trustee's accounts and assets while surcharge claims were developed.
- Represented a QTIP trust beneficiary in contested trust proceedings to secure the appointment of a special fiduciary and an order requiring the trustee to generate income from the assets.
- Represented a trust beneficiary and vulnerable adult in a contested action to invalidate a trust disclaimer based on undue influence and lack of capacity, successfully obtaining a temporary restraining order to freeze the disputed assets controlled by the trustee, leading to a favorable settlement.
- Represented a decedent's estate in a lawsuit against the decedent's former business partner to enforce contractual rights and address breaches of fiduciary duty.
- Represented the heir of the Prince estate during the initial stages of estate proceedings, achieving the appointment of a special administrator and facilitating the development of preliminary plans to secure and monetize estate assets.
- Represented the trustee of a Family Trust in a contentious dispute initiated by the Trust's grantor, who sought to terminate or alter the Trust instrument in a manner that would have adversely affected the beneficiaries. The case

was successfully resolved through a settlement that included decanting the Trust assets and safeguarding the beneficiaries' interests.

- Successfully represented the daughter of a decedent in a will contest, achieving a favorable settlement after demonstrating through extrinsic evidence that the will did not accurately reflect the decedent's true intent.
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Credentials

Education

- University of Wisconsin-Madison Law School, J.D., with honors
- University of Notre Dame, B.A., Economics and Environmental Science, with honors
 - Phi Beta Kappa

Bar Admissions

- Minnesota
- North Dakota
- Wisconsin

Court Admissions

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

Recognition

- Selected among *The Best Lawyers in America*®, 2024-2025
- *Chambers USA: America's Leading Lawyers for Business*, Minnesota Litigation: General Commercial, 2022-2024
- *Chambers High Net Worth Guide*, "Leading Practitioner of Private Wealth Law," 2024
- *Minnesota Monthly*, "Minnesota's Top Lawyers," 2022, 2024
- Minnesota State Bar Association, "North Star Lawyers," 2015, 2018, 2021-2023
- Hennepin County Bar Association, Excellence Award for Providing Pro Bono Services, 2022
- *Thomson Reuters*, "Minnesota Super Lawyers®," 2016-2024

- "Minnesota Rising Star," 2012-2013
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Presentations

- Co-presenter, "Discovery in Trust and Estate Litigation," Minnesota CLE's Trust and Estate Litigation in Minnesota Seminar, December 4, 2024
- Co-presenter, "What to Do with a Bad Personal Representative or Trustee: Assessing the Tools in Your Legal Toolbox," Minnesota CLE 2024 Probate and Trust Law Section Conference, June 10, 2024
- Presenter, "Contesting a Will: Estate of Reay, Estate of Wilson, and more!" Minnesota CLE | The Estate Planning, Probate & Trust Law 50, September 21, 2023
- Co-presenter, "Inside the New Uniform Electronic Wills Act," Minnesota CLE 2023 Probate and Trust Law Section Conference, June 13, 2023
- Co-presenter, "Minnesota's New Electronic Wills Act," Minnesota CLE Webinar, April 21, 2023
- Podcast Guest, "[Celebrity Estates: Lisa Marie Presley and Estate Litigation](#)," *Wealth Management* Celebrity Estates: Wills of the Rich and Famous, April 17, 2023
- Panelist, "Second Quarter: Courts and Juries in 2023 and Beyond," Lathrop GPM 2023 State of Litigation: Draft Edition, April 12, 2023
- Co-presenter, "Lessons Learned from Celebrity Contested Estates," Minnesota CLE Estate Planning Webcast, October 26, 2022
- Panelist, "Evidentiary Issues Unique to Trusts and Estates Litigation," 2022 Probate & Trust Law Section Conference, June 14, 2022
- 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
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Publications

- Author, “Minnesota Court Rules it Lacks Jurisdiction to Remove Trustee,” *Wealth Management*, March 8, 2023
 - Co-author, “Celebrity Estates: Competing for Control,” *Financial Advisor*, October 27, 2022
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Professional Activities

- American Bar Association
- American College of Trust and Estate Counsel (ACTEC), Fellow
- Federal Bar Association
- Hennepin County Bar Association
- Minnesota State Bar Association
 - Member of Probate & Trust Law Section; Litigation subcommittee; and DEI committee
- Wisconsin State Bar Association
- Wisconsin Supreme Court, Judicial intern

Community Involvement

- Twin Cities Diversity in Practice (TCDIP), Board Co-Chair and Member
- The Fund for Legal Aid, Board Member
- Wanton Injustice Legal Detail (WILD), Board Co-Chair



- 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