



## D. William Kaufman

Partner

**Minneapolis, MN**

Tel: 612.607.7485

Fax: 612.607.7100

[wkaufman@foxrothschild.com](mailto:wkaufman@foxrothschild.com)

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For nearly 40 years, Bill has worked closely with emerging businesses and venture capital funds to help them realize their business objectives. During the course of his career, he has successfully closed more than 280 venture capital transactions and handled numerous sales of venture-backed companies to large strategic investors.

Bill regularly advises clients on organization selection, equity financing structures, debt financing, technology licenses, domestic and international distribution arrangements, strategic investments, spin-off transactions, clinical trial agreements and M&A transactions. In addition, he counsels boards of directors on fiduciary duties, compensation and equity incentives and corporate governance obligations.

### Representative Matters

- Handled venture capital and private financings for companies such as Apnex Medical, Autonomix Medical, BridgePoint Medical, ClarVista Medical, ConcepTx Medical, Data Sciences International, Denali Medical, Denali Medical II, EndoMetabolic Solutions, Entellus Medical, ev3, Innerspace Solutions, InterValve, Myocor, Optobionics, Orasi Medical, Ocutherix, Rotation Medical, StarFire Medical, SeptRx, superDimension, TGS Knee Innovations, Torax Medical and Velocimed as well as VC investments by St. Paul Venture Partners, Split Rock Partners, Technology Venture Partners, Thomas, McNerney and Partners and Vesbridge Partners.
- Served as issuer's or underwriter's counsel for public offerings for Employee Benefits Plans, ITI Technologies, Possis Medical, SciMed Life Systems and Surmodics.
- Represented Bridgepoint Medical, ev3, MicroNet Medical, SciMed Life Systems, Sealing Solutions, superDimension, Vascular Science and Velocimed in M&A transactions.
- Served as company counsel for a \$27.6 million Series B convertible preferred stock financing by Rotation Medical, Inc., a venture capital backed medical device company with products to treat rotator cuff disease.
- Acted as company counsel in 2014 for a complex restructuring of the liquidation preferences and redemption provisions in the Certificate of Incorporation for Data Sciences International, the market leader in animal monitoring systems, by and among the holders of the common stock and three classes of convertible preferred stock together with a redemption of a fourth class of preferred stock.
- Served as company counsel in 2012 and 2013 (two tranches) for a \$30 million Series D convertible preferred stock by Torax Medical, Inc., a venture capital-backed medical device company with products to treat gastro-esophageal reflux disease.



- Acted as company counsel in 2012 for superDimension Ltd., an Israeli medical device company with its principal operations in Minnesota that manufactured a lung navigation system for the detection of cancer, in its sale to Covidien for \$350 million.
- Served as company counsel in 2012 for BridgePoint Medical, Inc. in its two-step sale pursuant to certain non-coronary intellectual property rights for the treatment of chronic total occlusion that were exclusively licensed to Covidien, followed by the sale of the company, including its coronary CTO product line, to Boston Scientific. The terms of both transactions were not disclosed publicly.
- Acted as company counsel in 2011 and 2012 (two tranches) for a \$35 million Series E convertible preferred stock by Entellus Medical, Inc., a venture capital-backed medical device company with products to treat sinusitis.

### **Before Fox Rothschild**

Prior to joining Fox, Bill was a partner with Oppenheimer Wolff & Donnelly LLP.

### **Beyond Fox Rothschild**

Bill has served on the board of directors of the Minneapolis Heart Institute Foundation since 2008 and is currently its treasurer, a member of the Executive Committee and chair of the Audit and Finance Committee.

### **Honors & Awards**

- Named among the IAM Patent 1000 (2017-2019)
- Named to "The Best Lawyers in America" list for Corporate and Venture Capital Law in Minnesota by *Best Lawyers* (2017-2020)
- Named as one of the leading attorneys in Minnesota by *Chambers USA*
- Named a "Minnesota Super Lawyer" in Securities and Venture Finance by *Super Lawyers Magazine* (2016-2019)

### **Practice Areas**

- Corporate
- Emerging Companies & Venture Capital
- Medical Technology
- Mergers & Acquisitions
- Franchising & Distribution

### **Bar Admissions**

- Minnesota

### **Court Admissions**

- U.S. District Court, District of Minnesota

### **Education**

- University of Minnesota Law School (J.D., *cum laude*, 1976)



- University of Notre Dame (B.B.A., *magna cum laude*, 1973)
  - Finance

### **Memberships**

- Minnesota Bar Association

### **Board of Directors**

- Minneapolis Heart Institute Foundation, Board of Directors (2008-present), Executive Committee, Treasurer (2012-2015), Audit and Finance Committee Chair (2012-2015)
- Saint Paul Chamber Orchestra, Board of Directors (2011-present), Audit Committee Vice Chair, 2015
- ARTS Partnership, SPCO Representative to Finance and Investment Committee
- Oakleaf Trust for the Benefit of the SPCO, Trustee
- Minnesota Orchestral Association, Board of Directors (2001-2009), Executive Committee, Investment Committee Chair (2005-2007)