



Joseph D. Lehrer

Of Counsel

jlehrer@ubglaw.com

St. Louis - 314.516.2621

Joseph represents publicly and privately held clients in corporate transactions, including mergers, acquisitions, divestitures and financing. He represents substantial closely held corporations in regard to financial and tax structure, general business law matters and strategic planning issues.

Joe has been the primary and lead negotiator and attorney with respect to several well-publicized transactions both in and outside of the St. Louis area. Those have included sales of publicly traded companies in stock, partial stock and all cash transactions; sales to private equity funds; sales of privately held companies to publicly traded corporations; "roll up" acquisition of a series of industry companies; and strategic business acquisitions. He advises on strategic, business, financing and capitalization issues and has been both a mediator and lead counsel with respect to resolution of significant shareholder dispute issues.

Joe also has acted as special counsel for boards of directors or their committees on corporate governance issues, unique business and legal issues, director liability issues, and sale of the companies. In addition, he has served as a board member or advisory board member for publicly traded and privately held corporations and was involved as a director in the successful turnaround of multiple publicly traded corporations.

For more than a decade, Joe served as an adjunct professor at Washington University School of Law, where he taught the highly regarded course *Business Acquisitions*. Offered through the university's MBA and LLM in Taxation programs, the course explored the financial, structural, and corporate governance aspects of mergers and acquisitions.

Education

- Washington State University (B.A., 1970)
- Washington University School of Law (J.D., 1973)

Bar Admissions

- Missouri
- Illinois

Practices & Industries

- Business Law
- Mergers & Acquisitions
- Private Equity
- Private Wealth Services

Professional Affiliations

- Washington University Law School (*Adjunct Professor of Law, Business Acquisitions Course, MBA and LLM Tax Programs, 2001-2012*)

Community Involvement

- Saint Louis Art Museum (*Vice President; Member, Board of Commissioners; Chair, Audit Committee of the Board of Trustees*)
- Saint Louis Art Museum (*Subdistrict Commissioner*)
- Washington University School of Law (*National Council*)
- The Kummer Institute Foundation, \$440 million Not for Profit supporting Missouri University of Science and Technology (*Board Member*)
- Jazz St. Louis (*Former Member, Board of Directors*)

Awards & Honors

- Named to *The Best Lawyers in America*®, Business Organizations including LLCs and Partnerships (2023-2026); Closely Held Companies and Family Businesses Law (2024-2026); Corporate Law (2026)
- Distinguished Alumni Award, Washington University School of Law

Experience

- Lead counsel on numerous mergers, acquisitions, and divestitures, including transactions involving publicly traded companies, private equity funds, strategic buyers, and roll-up acquisitions. Frequently initiated deals by introducing parties to the transaction.
- Structured and negotiated financing transactions, such as private equity investments, public 144A debt offerings, mezzanine financing, and subordinated debt issuances.
- Advised privately held companies on strategic planning, capitalization, and financial structuring, including tax-efficient solutions and business reorganizations outside of bankruptcy proceedings.
- Served as mediator and lead counsel in resolving complex shareholder disputes.
- Represented senior executives of major private and public companies in employment agreements and compensation matters.
- Acted as special counsel to Boards of Directors and Board committees (public and private) on corporate governance, director liability, representation in corporate sales, and unique business and legal challenges.
- Provided general counsel to publicly traded corporations, advising on securities compliance, governance, and operational matters.
- Delivered expert testimony on corporate and commercial law issues.
- Served on Boards of Directors and advisory boards of both public and private companies in leadership roles including Chairman of the Board, Lead Director, and Chair of Audit and Executive Committees. Played a key role in the successful turnaround of three publicly traded companies.

Significant Transactions

- Universal Flavors: Lead counsel for the roll-up of multiple acquisitions on behalf of international flavor and fragrance company Universal Flavors (Indianapolis). Served as primary legal counsel in its sale to Sensient Technologies Corp. (NYSE: SXT).
- High Technology, Inc.: Advised on the successful reorganization and led negotiations for its sale to Arrow Electronics, Inc. (NYSE: ARW).
- Schnuck Markets, Inc.: Lead counsel in the acquisition of National Food Stores (a subsidiary of Loblaw Companies Limited). Played a key role in antitrust strategy and negotiations with the FTC and Missouri Attorney General. Also advised on other major Schnuck acquisitions.
- Marine Transport Lines (NASDAQ: MTLI): Lead counsel in a successful proxy fight for control. Elected Chairman of the Board, restructured management, and led the sale to a private equity fund—growing share value from \$5.50 to \$25.25 over four years.
- Todd Shipyards Corporation (NYSE: TOD): Lead counsel in a proxy contest and subsequent settlement. Served on the Board and key committees. Later led the sale to Vigor Industrial, including all securities filings.
- Jones Medical Industries, Inc. (NASDAQ: JMED): Lead counsel for the company's initial public offering.
- Enterprise Bank / Enterprise Financial Services Corp. (NASDAQ: EFSC): Founding investor and legal architect of the bank's formation and private equity raise. Served as outside general counsel.
- Midland Development Group: Lead counsel in the sale of the company and affiliated real estate partnerships to an UPREIT affiliated with Regency Centers Corp. (NYSE: REG).
- KPLR-TV: Negotiated the sale of the station from Koplar Communications to Acme Television, Inc. (NASDAQ: ACME), in partnership with Time Warner Communications.
- Bock Pharmacal Company: Advisory board member and lead counsel in the company's sale to Sanofi Aventis, LLC (NYSE: SNY).
- McCarthy Construction Companies: Represented the owner in the sale to management and an Employee Stock Ownership Plan (ESOP).
- Sequa Corp. (NYSE: SQA): Lead outside transaction counsel in the \$2.3 billion sale to an affiliate of The Carlyle Group.
- Vatterott College: Negotiated the sale of the for-profit college to Wellspring Capital Management.
- Blue Cross Blue Shield of Missouri: Special counsel to the Board in resolving litigation with Attorney General Nixon, resulting in the creation of the Missouri Foundation for Health.
- General American Corporation: Special counsel to the Board during a financial crisis triggered by a Moody's downgrade and GIC contract put rights.
- Anheuser-Busch: Advised individual Board members during negotiations for the company's sale to InBev.
- Maritz Corporation: Lead counsel in resolving a shareholder dispute, culminating in the successful redemption of minority shareholders.

- Adams Mark™ Hotels: Lead counsel in the multi-phase sale of the hotel chain, including the final transaction with Whitehall Real Estate Funds, an affiliate of Goldman Sachs.
- Merchants Group, Inc. (AMEX: MGI): Lead counsel in the auction and sale to American European Group, Inc.
- Soleo Health Holdings: Represented management in equity rollover, compensation, and contractual matters related to its sale to H.I.G. Capital.
- Surdex Corporation: Represented this geospatial firm in its sale to Bowman Consulting Group (NASDAQ: BWMN).

News & Media

August 21, 2025

UB Greensfelder Attorneys Recognized in The Best Lawyers in America® 2026 List

August 15, 2024

UB Greensfelder Attorneys Recognized in The Best Lawyers in America® 2025 List

August 17, 2023

Best Lawyers 2024 Edition Lists 66 Greensfelder Attorneys, Including Five “Lawyers Of The Year”

August 18, 2022

Best Lawyers 2023 Edition Lists Over 60 Greensfelder Attorneys, Including Five St. Louis ‘Lawyers Of The Year’