



## Stephen M. Gross

MEMBER

Detroit

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### OVERVIEW

Steve is a Member in the firm's Strategic Advisory and Business Restructuring Department, Chair of the Automotive Practice Group, and was the original managing partner of the firm's Detroit office. Steve also previously served on McDonald Hopkins' Board of Directors. For over 35 years, he has been extensively involved in assisting clients address complex business issues, including creative strategic solutions to liquidity, pricing, and other issues requiring contract renegotiation, restructuring, acquisitions or divestitures, especially in the automotive industry, other manufacturing businesses and large regional franchisees. While in most cases, Steve's business based approach has enabled his clients to achieve their goals without a court process, he has deep experience in chapter 11 and other formal Court restructuring processes when they provide the optimal means to achieve the desired solution. He has counselled businesses ranging in size from small businesses to large, mid-market, and multi-national auto suppliers in successful restructurings and sales and has also acted as counsel to many of these clients as they grew and expanded after becoming profitably reorganized.

Prior to joining McDonald Hopkins, Steve was the managing partner and founder of Lindahl Gross Lievois. He has authored articles and lectured on various industry and restructuring matters.

Steve earned a J.D. from Wayne State University in 1983. He received a B.A. from the University of Michigan at Ann Arbor in 1980.

#### Industry Experience

Steve has represented clients and a variety of industries, including:

- Automotive
- Aerospace
- Manufacturing
- Steel Industry
- Franchising
- Wholesale Pharmaceuticals and Retail Drugstores
- Trucking and Logistics

## **Stephen M. Gross**

### **Practice Focus**

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Automotive Restructuring | Franchise Restructuring | Distressed M&A | Healthcare restructuring | Mergers and acquisitions | Private equity | Receivership | Strategic advisory and restructuring

### **Industries**

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Automotive

### **Representative Cases & Matters**

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- Represented National Archive Publishing Co. in a successful sale of its manufacturing division to its sole customer and the subsequent sale of its remaining obligations in an Article 9 sale that was the Crain's/ACG "Deal of the Year" for 2009.

#### **Automotive**

- Represented a tier one and two auto supplier with operations in three states experiencing distress due to COVID and the chip shortage in obtaining significant accommodations enabling the company to resource and wind down its business with no interruption in production and significant returns to creditors.
- Represented Contech Castings, LLC in the sale of its assets to Shiloh Die Cast Midwest, LLC.
- Represented Aarkel Tool and Die, Inc. of Canada in the sale of its stock to Zynik Capital Corporation
- Represented SMW Manufacturing, Inc. in its Article 9 acquisition of the assets and business of AZ Automotive.
- Represented Burlington Technologies, LTD, a Canadian auto supplier in a successful out-of-court restructuring with its OEM customers and its lender.
- Represented Continental Plastics Co. in the acquisition of several distressed auto suppliers, both in and out of bankruptcy, and in its sale to Magna Exteriors & Interiors USA, Inc.
- Amcan Consolidated Technologies Corporation and Grenville Castings, Ltd. - Represented companies as special counsel to deal with accommodations with automotive customers in Canadian insolvency proceedings resulting in a successful wind-down of one entity and the sale of the other.
- Represented Mayco Plastics, Inc. A multi-location plastics supplier to the automotive industry in a successful chapter 11 section 363 sale and plan confirmation.
- Gonzalez Design Group - Represented the company's printing affiliate in a wind down that was accomplished in a manner that did not impact the other businesses' continuing operations and represented the remaining entities in the restructuring of its secured debt so that its debt service was in line with its funds flow.
- UniBoring Company, Inc. - Represented the company in a successful stand alone chapter 11 reorganization in the early in 1980's, acted as its corporate counsel as it grew through the late 1980's and the 1990's, and represented it in a chapter 11 proceeding in 2004, which culminated in a successful 363 sale and plan confirmation.
- Engineered Plastic Products, Inc. - Represented the company, a multi-state tier one auto supplier, in its chapter 11 process, which resulted in a successful wind down and confirmation of a chapter 11 plan after a sale as a going concern could not be culminated.

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- Represented Buffalo Molded Plastics dba Andover Industries, a tier one plastic injection molder with plants in three states, in its successful section 363 sale.

### **Trucking and Logistics**

- Rush Trucking Corporation - Represented the company in its original acquisition of the work of Wolverine Transport Co., the purchase of other distressed transportation suppliers both in and out of bankruptcy, and its eventual sale of its operations with customer support to two separate purchasers resulting in all creditors being paid as agreed.
- O-J Transport Co., Inc. - Utilized chapter 11 to sell the company in a manner that did not adversely impact the other operations of the parent company, James Group International, Inc., enabling the other operations to continue to grow.

### **Aerospace**

- Represented a tier one aerospace supplier with operations in the United States and Mexico in the successful negotiated resolution of contract issues with its primary customer.
- Represented Futuramic Tool & Engineering Co. in the purchase of Hubert Global Systems, Inc. in an Article 9 sale.

### **Pharmaceuticals**

- Represented Billnat Corporation dba Sav-On Drugs in the sale of its regional drugstore chain to CVS in a successful 363 sale.

### **Manufacturing**

- Represented the Receiver for Royal Oak Industries in the sale of its medical subsidiary as a going concern and the winddown and disposition of its other businesses.
- Tarpon Industries-Acted as counsel to publicly traded Debtors in chapter 11 proceedings resulting in confirmation of plan of reorganization.

### **Steel Industry**

- Represented Lee Steel in the consolidation of its operations and the 363 sales of the restructured business to Union Partners and its excess manufacturing facility to Hilco Industrial and Hilco Real Estate in a transaction fully paying the lender and earning the TMA Chicago/Midwest Small Deal of the Year 2016.
- Acted as counsel to Cadillac Casting, Inc. in a successful restructuring via a recapitalization, loan restructuring and obtaining revised terms from its customer.

### **Franchise**

- Represented Kazi Foods of Michigan, Inc., et. al, owner of 140 KFC and other quick serve franchise food restaurants in five states in chapter 11 restructuring culminating in a successful 363 sale that preserved over 2,000 jobs.

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**Honors & Recognition**

Chambers USA, Recognized Leader in Bankruptcy/Restructuring (2023)

Lawdragon 500 Leading U.S. Bankruptcy and Restructuring Lawyers (2020, 2022, 2023)

Named one of the *Best Lawyers in America* (2011-2024)

Selected for inclusion in *Michigan Super Lawyers* (2006-2023)

Honored by Best Lawyers as a Lawyer of the Year for Bankruptcy and Creditor Debtor Rights / Insolvency and Reorganization Law (2020)

Named DBusiness Top Lawyer (2014, 2016, 2017, 2018, 2019)

Designated "Lawyer of the Year" in Detroit for Bankruptcy and Creditor Debtor Rights / Insolvency and Reorganization Law by *Best Lawyers in America* (2017)

TMA Chicago/Midwest Small Transaction of the Year for Lee Steel restructuring and sale (2016)

Winner of *Crain's Detroit Business* 2013 "Best Deal of the Year under \$100 Million" Award for restructuring and sale of Kazi Foods

AV Peer Review Rated by Martindale-Hubbell

**Credentials**

**EDUCATION**

University of Michigan at Ann Arbor

Wayne State University

**ADMISSIONS – COURT**

U.S. Court of Appeals for the 6th Circuit

U.S. District Court for the Eastern District of Michigan

**ADMISSIONS – STATE**

Michigan

**Stephen M. Gross**

**Professional & Civic**

PROFESSIONAL ACTIVITIES

Bankruptcy Court for the Eastern District of Michigan (Local Rules Advisory Committee)

State Bar of Michigan (Member, Creditor/Debtor Committee of Business Law Section)

Detroit Metropolitan Bar Association (Member, Creditor/Debtor Committee)

Federal Bar Association (Member, Detroit Chapter of Bankruptcy Section)

American Bankruptcy Institute

Turnaround Management Association

Original Equipment Supplier Association

Association for Corporate Growth

COMMUNITY INVOLVEMENT

Chairman of Board of Regents Orchard Lake Schools (Seminary and St. Mary's Preparatory School)

**News & Insights**

NEWS | AUGUST 17, 2023

55 McDonald Hopkins attorneys recognized in the 2024 editions of *The Best Lawyers in America* and *Best Lawyers: Ones to Watch in America*

NEWS | AUGUST 11, 2023

McDonald Hopkins attorneys selected to 2023 Michigan Super Lawyers and Rising Stars Lists

NEWS | JUNE 23, 2023

Two McDonald Hopkins attorneys selected to the 2023 Lawdragon 500 Leading Bankruptcy & Restructuring Lawyers Guide

NEWS | JUNE 1, 2023

McDonald Hopkins recognized in Chambers USA 2023 Rankings

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NEWS | AUGUST 18, 2022

50 McDonald Hopkins attorneys recognized in the 2023 editions of The Best Lawyers in America® and Best Lawyers: Ones to Watch in America™

ALERT | FEBRUARY 21, 2022

New COVID-19 relief grants to aid Michigan small restaurant and hospitality businesses

NEWS | AUGUST 19, 2021

50 McDonald Hopkins attorneys recognized in The Best Lawyers

NEWS | AUGUST 13, 2021

McDonald Hopkins attorneys selected to 2021 Michigan Super Lawyers and Rising Stars Lists

NEWS | SEPTEMBER 22, 2020

Nine McDonald Hopkins attorneys recognized as Michigan Super Lawyers and Rising Stars

NEWS | AUGUST 20, 2020

Lawyer of the Year honorees Riley and Welin among 42 McDonald Hopkins attorneys recognized as 2021 Best Lawyers

BLOG POST | MAY 5, 2020

Corporate directors and officers and fiduciary duties in the COVID 19 world: Same duties, but much more to do

ALERT | APRIL 14, 2020

R-E-L-I-E-F for small business debtors: CARES Act and SBRA

BLOG POST | MARCH 17, 2020

So your business temporarily closed - now what do you do?

BLOG POST | MARCH 13, 2020

COVID-19 pandemic should cause businesses to review their business-interruption insurance coverage

BLOG POST | MARCH 11, 2020

Coronavirus: A force majeure in the automotive supply, or just another supply chain dispute?

BLOG POST | MARCH 3, 2020

Use that non-exclusive license to control your supplier's Chapter 11 bankruptcy restructuring

NEWS | AUGUST 14, 2019

41 attorneys from McDonald Hopkins recognized as 2020 Best Lawyers®

BLOG POST | JANUARY 4, 2019

Disruptive change is here in the auto industry

BLOG POST | JUNE 14, 2018

Unintended consequences of tax reform: Nonprofits pay more for existing bond debt

ALERT | APRIL 13, 2018

Michigan's Uniform Commercial Real Estate Receivership Act: Creating clarity or new issues?

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NEWS | SEPTEMBER 5, 2017

Eleven attorneys at McDonald Hopkins honored as Michigan Super Lawyers and Rising Stars

NEWS | AUGUST 16, 2017

35 attorneys at McDonald Hopkins selected for inclusion in Best Lawyers® 2018

NEWS | AUGUST 16, 2016

39 attorneys at McDonald Hopkins selected for inclusion in Best Lawyers 2017

ALERT | JULY 25, 2016

Restructuring Professionals - Is it time to rewrite your retention agreements?

NEWS | JULY 14, 2016

"GM avoids production disruption with supplier agreement"

BLOG POST | OCTOBER 21, 2015

Alternatives to bankruptcy for a medical marijuana business

NEWS | SEPTEMBER 4, 2015

Twelve attorneys at McDonald Hopkins honored as Michigan Super Lawyers and Rising Stars

NEWS | AUGUST 18, 2015

41 attorneys at McDonald Hopkins selected for inclusion in Best Lawyers® 2016

BLOG POST | JULY 2, 2015

The American steel industry is facing a crisis

NEWS | JUNE 17, 2015

"Lee Steel assets draw interest ahead of auction," Steve Gross quoted in American Metal Market Daily

BLOG POST | FEBRUARY 4, 2015

Chapter 11 for colleges and universities: The time is now to remove the ban

### EXTERNAL NEWS & PUBLICATIONS

"Lee Steel assets draw interest ahead of auction," *American Metal Market Daily*, quoted in a June 17, 2015 article.

"Bankrupt KFCs Fetch a Good Price," *Restaurant Finance Monitor*, quoted in a February 24, 2012 article.

"How to preserve the value of your business in a struggling economy," *Smart Business*, February 2011.

Co-author, "Reclamation Rights - Still Essentially Worthless," *Dow Jones Daily Bankruptcy Review*, May 2007.

Author, "Automotive Insolvencies: Access and Accommodation Agreements," *The Bankruptcy Strategist*, Volume 24, Number 3, January 2007.

Author, "Reorganizing an LLC in Chapter 11: A Tax Trap For the Unwary," *Oakland County Bar Association Periodical LACHES*, April 2001.

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Author, "Michigan's New Fraudulent Transfer Act," Oakland County Bar Association Periodical LACHES, May 2000.

### Events

MH EVENT | WEBCAST ONLY | DECEMBER 7, 2022

Growth, Opportunities, and Challenges Heading into 2023

SPEAKING ENGAGEMENT | WEBCAST ONLY | APRIL 21, 2022

Aerospace Restructuring Initiatives in the Supply Chain

MH EVENT | WEBCAST ONLY | DECEMBER 7, 2021

It's Not All About COVID...Closing Out 2021 and Looking Ahead

SPEAKING ENGAGEMENT | OCTOBER 28, 2020

Everything You Ever Wanted to Know about Accommodation Agreements But Were Afraid to Ask

SPEAKING ENGAGEMENT | OCTOBER 1, 2020

Managing Cash During Covid: Strategies for Restructuring

MH EVENT | WEBCAST ONLY | JUNE 25, 2020

Navigating Troubled Waters For Higher Education : Liquidity Management & Bank Covenants

### SPEAKING ENGAGEMENTS

Panelist, Everything You Ever Wanted To Know About Automotive Accommodation Agreements, But Were Afraid To Ask, Turnaround Management Association, 2020

Panelist, Workout from the Borrower's Perspective, Turnaround Management Association, 2020

Panelist, Cash is King!! Managing Cash During Covid: Strategies for Restructuring, Private Directors Association, 2020

Panelist, National Conference of Bankruptcy Judges on automotive insolvencies, 2019

Panelist, TMA Great Lakes Conference, Automotive Industry Panel, 2019

Panelist, Challenges in the oil and gas industry: A briefing for accountants, McDonald Hopkins Business Hour, 2015

Panelist, Death of Chapter 11, Turnaround Management Association, 9th Annual Spring Conference, 2013

Moderator/Panelist, Restructuring in the Restaurant and Franchising Industries, American Bankruptcy Institute, Central States Conference, 2012

Presenter, 2010 LLC and Business Entity Update, Institute of Continuing Legal Education

Presenter, Ethics and Fee Issues Panel, American Bankruptcy Institute, Central States Conference, 2009

Panelist, Investment & Financing Issues, Automotive Conference, Turnaround Management Association, 5th Annual Spring Conference, 2009



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Panelist, Dealing with Distressed Developers, Turnaround Management Association, 4th Annual Spring Conference, 2008

Moderator, 2006 American Bankruptcy Institute Central States Conference Panel on Automotive Insolvencies

Presenter, Seminars on Bankruptcy Law 1996, 1997 and 2000, Oakland County Bar Association

Lecturer, Creditors' Rights Seminar, 1994 and L.L.C. Seminar, 1995, Institute of Continuing Legal Education