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Julie Herzog

Partner

As head of the corporate/securities practice, Julie Herzog handles a wide variety of corporate, securities and merger and acquisition transactions. She has handled transactions valued at over \$4 billion for major public companies and investment banks and enjoys working with a diverse clientele ranging from Fortune 100 corporations to startups, family offices, and venture capital and private equity funds. Since 2013, Julie negotiated and closed over 100 transactions valued at over \$1.5 billion on behalf of our clients. Her clients represent a variety of industry sectors, including business consulting, cannabis, food and beverage, manufacturing, real estate, retail, technology, and other services. She has counseled several hundred companies from inception through initial public offerings or successful sales.

Before joining the firm in 2003, Julie practiced corporate and securities law for more than eight years at major international law firms, Morrison & Foerster's Denver and Hong Kong offices and Jones Day's Chicago office. In 2004, she started her own clothing business, grew the business over three years and successfully sold it in 2007. Her experience managing the entire lifecycle of a business adds value to her work with clients.

Each client has varying demands and requirements and Julie has earned a reputation for respecting the unique qualities of each of her clients. Her approach is refreshingly down-to-earth as she meets her clients' business objectives, while appropriately addressing the legal and business risks. Having been on both sides of the desk, she understands the importance of timeliness, efficiency and other factors that create quality customer service—and that is what she delivers.

Practice Areas

- Entity and fund formations
- Domestic and international public and private mergers and acquisitions
- Partnerships, joint ventures and strategic alliances
- Management buyouts
- Debt and equity financings (including angel investments, venture capital, private equity and public offerings)
- Technology transfer and licensing
- Corporate governance matters, including director and officer liability protection
- Securities and stock exchange compliance
- Commercial transactions
- Real estate, including debt financings

Bar Admissions

- Colorado
- Illinois (inactive)

Education

- Juris Doctor, cum laude, Southern Methodist University – 1994
 - Law Review Managing Editor and elected to Order of the Coif (top 10%)
- Bachelors of science in accounting and political science, with honors, Oklahoma State University – 1991
- Certificate in Authentic Leadership, Naropa University – 2003

Professional Affiliations

- Association for Corporate Growth – Corporate Affairs Committee 15+ years, Member 2003-2023
- Entrepreneurs’ Organization – Co-Chair Alchemy 2015, Forum Moderator 2014, Membership Chair 2017-2018, Board Member 2014-2015 and 2017-2018, Member 2014-2023
- WoMAN, Women of M&A Network – 2021 and 2022
- Rocky Mountain Securities Conference – 2017 and 2018 Planning Committee
- American Bar Association – Business Law Section
 - Mergers & Acquisitions Committee, Market Trends Subcommittee
- Colorado Bar Association – Business Law Section
 - Mergers & Acquisitions Subsection
 - Securities Law Subsection
- Blackstone Entrepreneurs’ Network – Network Advisor – 2017 and 2018
- University of Colorado Leeds School of Business Women’s Council -2013-2018
- Boomtown Accelerator – Mentor – 2017
- Chair of the Underwriting Committee for the Women Inspiring Leadership Development (WILD) – 2013-2015
- Social Venture Partners, Partner – 2004-2006

Honors & Awards

- [Colorado Titan 100](#), 2020 & 2023
- [U.S. News – Best Lawyers® List](#) – 2021-2023
- [Colorado Super Lawyers lists](#) – 2014-2023
- Colorado Super Lawyers, Top 50 Women list – 2015-2023
- [Denver Business Journal 2021 Outstanding Woman in Business](#) – 2021
- M&A Lawyer of the Year by ACQ Global Awards- 2017-2019
- M&A Corporate LiveWire Award- 2017
- Denver Business Journal’s Outstanding Women in Business Award, Finalist – 2015
- Elite M&A Lawyer, Corporate Live Wire Award in Colorado – 2015
- InterContinental Finance Magazine “100 Leading Female Lawyers” – 2014
- “Top Woman Lawyer”- 2010, Finalist
- Law Week Colorado “Woman of Accomplishment” – 2009
- Denver Business Journal “Outstanding Women in Business Awards,” Finalist “Mile Hi Leader” category – 2005
- Denver Business Journal “40 under 40”- 2002

Community Activities & Personal Interests

Julie has been involved in a variety of charitable organizations during her career. As the Chair of the Underwriting Committee for the Women Inspiring Leadership Development (WILD) Summit she helped create the initial Summit in 2013, raise nearly \$260,000 in donations, and grow participation to over 500 women in 2014. She has volunteered at Anchor Center for Blind Children, served as an Associate Board

member of the Boys & Girls Clubs of Metro Denver and served as a Guardian ad Litem through the Rocky Mountain Children's Law Center.

In her free time Julie enjoys spending time with her triplets, country western dancing, yoga, golf, running, skiing and she loves personal development and learning opportunities. She and her triplets earned their black belts in karate in 2017. She is also a founder and President of Chrysalis Development Group LLC, which invests in real estate.

Speeches & Publications

- Cover Feature, "[People, Paper & Profits: A Candid Chat about Consolidation with Attorney Julie Herzog](#)" – MG Magazine, Nov. 2022
- Presenter, [Entrepreneurs' Organization Nano-Learning Series](#), "[How to Attract Investors and Command Top Dollar](#)" – 2022
- Quoted, "[Seek Legal Counsel Early to Reduce the Threat of Complications Later](#)" – Advisor's Magazine, June 2022
- Author: [5 Tips to Prepare Your Cannabis Company for a Sale](#), – MJBizDaily, May 2022
- Author, "[How to Prepare Your Cannabis Company for Sale](#)" (column on page 75) – MG Magazine, Dec. 2021
- Panel moderator at Denver Startup Week, "[It's Never Too Early for Business Exit Planning](#)" – Oct. 2021
- Presenter at MJBizCon, "Peace Out! Insights into Exit Strategies" – Oct. 2021
- "Start-Up Capital and Funding Your Cannabis Business" MJBizCon 2020 – Webcast December 2020
- "M&A Series: How Do the Deal Points Studies Apply to Small Deals? – Know Before You Go" Colorado Bar Association – Webcast October 2020
- "[For Start Ups and Private Equity Attorneys: Cautious Optimism for Future](#)" [Law Week Colorado](#) – June 2020
- "[Fortis' Herzog Named a Titan of Colorado Business](#)" [Titan 100](#) – May 2020
- "[Female Disruptors: How Julie Herzog Is Shaking Up the Legal Industry](#)" [Authority Magazine](#) – April 2020
- Panel Moderator at the 51st Rocky Mountain Securities Conference – 2019
- Presented "Cannabinoid Capital – Finding and Closing Investors for your CBD Start-Up" at The Original CBD Expo Mountain – 2019
- Moderator at "Lead Like a Mother" hosted by Denver Start Up Week – 2018
- Presented at Fortis Law Partners 2018 Lunch & Learn Series – "How Do I Maximize My Company's Value for a Future Exit Event? And Laying the Foundation for a Successful Exit." – 2018
- Moderator at The Business Buyer's Symposium "Growth Through Acquisition" hosted by Transworld Business Advisors of Denver – 2017 & 2018
- Presented "Securities Law Survival Guide" at the Colorado Bar Business Law Institute's annual CLE – 2017
- Presented at Fortis Law Partners 2017 Lunch & Learn Series – "[How Do I Maximize My Company's Value for a Future Exit Event?](#)" – 2017
- Presented "Critical Updates in the Changing M&A Landscape" to the Colorado Bar Association, M&A Subsection – 2015
- Featured speaker on a national webcast entitled "How to Effectively Deal with an [SEC Investigation](#)" – 2014
- Featured speaker on a national webcast entitled "SEC and Dodd-Frank Act Regulations Compliance: Emerging Issues and Practical Guidance" – 2013
- Presented "Securities Law Survival Guide" to the Colorado Bar Association – 2012
- Featured on Mile High Radio's "Blind Justice", speaking on the recently enacted JOBS Act – 2012

- Quoted in the regional and national press on corporate governance and securities issues
- Lectured on entity formations, technology transactions, mergers and acquisitions, and venture capital financings to trade organizations and bar associations – 2000-Present
- Published law review article on Securities Law in the George Washington Law Review – 1994
- Published law review article on Oil and Gas Law in the Baylor Law Review – 1994

Representative Cases

- Represented CPG Innovations Holdings, LLC in connection with its acquisition of Gibson Athletics, Rage Fitness and Moving Mountains.
- Represented Sun Mountain, Inc., a Colorado-based manufacturer of custom doors, in its sale to Kodiak Building Partners.
- Led an oil field services and well testing client's \$4.1 million sale of specified equipment, machinery and other tangible property to an oil and gas flowback and fracturing services company.
- Served as legal counsel to Virtuanee, one of the nation's largest providers of real estate photography and virtual tours in its acquisition by Diakrit, a global leader in real estate marketing.
- Represented a private equity-backed confectionary goods company in a management buyout via purchase of all the outstanding membership interest of the company.
- Represented Colorado-based non-emergency medical transportation company owners in their acquisition of a South Carolina company specializing in similar services.
- Advised Blue Moon Digital, a leading performance marketing, data science, and digital agency, during its acquisition by Keystone Capital Management, L.P.
- Advised an e-commerce accounting firm in a transaction consisting of a part-taxable sale of equity and part-tax deferred equity rollover.
- Advised a national franchising company and service provider in its multi-million-dollar acquisition by a leading private equity firm, whereby our clients received cash and rollover equity in the post-acquisition holding company.
- Assisted multiple clients with multi-million-dollar convertible note financings.
- Assisted in structuring and negotiating a partnership for a strategic consulting company.
- Represented Global Cannabinoids in its proposed merger with EXMceuticals in Canada.
- Represented Oakman Aerospace founders on the acquisition of Oakman by Redwire and Redwire's merger with special purpose acquisition company (SPAC) Genesis Park Acquisition Corp (NYSE: GNPK).
- Represented founders of kitchen installment firm Traemand in sale of remaining 51% of Traemand to Ingka Group, which owns most IKEA stores around the world, as part of Ingka Group's strategy to offer customers more services.
- Assisted companies in resolutions of founder/executive disputes and settlement of all claims favorably.
- Advise corporate clients with structuring and documenting executive compensation and benefits plans, including the implementation of phantom stock and equity incentive plans.
- Assisted founders of technology company in resolution of dispute after change in control and termination.
- Assisted executives in negotiating and structuring investments into new and existing companies including employment terms, owner rights and obligations and economic structures.
- Assisted in structuring and raising millions in equity and debt financing for several hemp operations and CBD businesses in Colorado and Wisconsin.
- Assisted a leading strategic business consulting firm in a complex recapitalization, succession planning, employment agreements and sophisticated phantom equity plan and grants to

incentivize key team members for continued growth.

- Assisted financial services, technology, CBD, engineering, title insurance, food and beverage and consumer product companies in structuring, negotiating and closing multi-million SAFE and convertible note financings.
- Represented buyers in multi-million dollar purchases of an online publishing business, sports franchise, manufacturing company, building materials and construction company.
- Advise Colorado-based hemp and CBD business on a number of significant multi-million dollar transactions, including supply arrangements, CBD processing contracts, and distributor agreements.
- Represented Digital Fusion in its acquisition by an international e-commerce company.
- Represented AccuCode in connection with the sale of its subsidiary Velocity Mail to Canadian logistics software provider Descartes Systems Group Inc.
- Represented the founder of Outward Hound in its initial sale to Riverside Partners and subsequent acquisition by J.W. Childs Associates.
- Represented a Colorado agriculture company in a \$2.3M equity financing and the formation and financing of subsidiaries.
- Represented Little People's Landing in connection with the sale of its eight early care and education centers to EL Education.
- Represented the founders of booj.com, an award-winning Colorado-based web design and technology company, in its sale to RE/MAX.
- Represented the founder of CAD-1 in its sale to Applied Software.
- Represented Industrial Constructors/Managers, Inc. in its acquisition of Precision Industrial Contractors, Inc.
- Advised a biodegradable cigarette filter company with its \$14 million Regulation A offering, which was qualified by the SEC and the State of Colorado.
- Represented NetFactor on the sale of substantially all of its assets to Bombora.
- Represented a local private equity fund in negotiating with other investors and lender for a \$17 million purchase of a multifamily apartment complex in Thornton through a tenant in common structure and \$14 million Freddie Mac loan.
- Represented a Spanish private equity firm with three \$1+ million Preferred Stock investments in California tech start-ups.
- Assisted and advised on multiple aspects for the construction and operation of a world class aquatic training facility including raising private capital from investors and the negotiation and closing of bank debt financing of over \$6 million.
- Assisted a family-office client with an investment in tenants-in-common that purchased a multi-family apartment complex in Texas for \$37 million and related Freddie Mac financing of \$22 million and two additional Freddie Mac refinancing for other projects totaling \$88 million.
- Represented the Rocky Mountain's leading manufacturer of bottled water in connection with its SEC filings, NASDAQ compliance, going private, debt financings and general corporate and governance matters.
- Assisted a family-office client with an investment in a joint venture that purchased a multi-family apartment complex in Arizona and the sale via a reverse 1031 exchange of another multi-family apartment complex in Texas for \$37.3 million.
- Negotiated the joint development and licensing of new predictive analytics applications in the mental health industry on behalf of a leading Colorado non-profit.
- Represented a family office/private equity fund in connection with the purchase of 11 and sale of 7 multi-family apartment complexes throughout the country with an aggregate value of \$800 million and simultaneous obtaining or amending of \$300 million in FHA multi-family primary and supplemental loans.

- Represented a global leading publicly held medical technology company in connection with its domestic and international acquisitions of, and investments in, a number of privately-held companies and divestitures ranging in size from \$20-80 million, including divestiture of a German subsidiary to a U.S. public company, a U.S. subsidiary to a Dutch company and acquisition of a privately held U.S. company.
- Represented a family office/private equity fund in connection with 10-15 hedge fund and real estate investments, debt financings and refinancings for real estate projects, including Fannie Mae loans, and development projects annually averaging approximately \$80 million.
- Represented a publicly held environmental technology products and services company in connection with its public and private offerings, international and domestic mergers and acquisitions, joint ventures, stock exchange compliance, corporate governance and general corporate and commercial matters, including structuring and closing a \$300 million joint venture for a new manufacturing facility, multi-million dollar PIPEs by strategic and financial investors, a \$30 million registered direct offering, \$27 million confidentially marketed public offering, reorganization in Delaware, stock split, two restatements, SEC investigation, derivative lawsuits and debt financing.
- Represented healthcare technology and services company in a \$14 million management buyout and recapitalization.
- Assisted public companies in connection with restatements of financial statements due to SEC comments and advice to the board and management as to appropriate public disclosures.
- Facilitated the negotiations and closing for a \$2.1 billion hardware and software products distributor resulting in distribution agreements with 15-20 vendors, representing over \$250 million in revenue and subsequently prepared new hardware, software and services distribution and license agreements to standardize and streamline operations.

