



Michael J. Kaczka

Member

Cleveland

P: 216.430.2028

Practice Focus

- Strategic advisory and restructuring
- Business counseling
- Distressed M&A

Michael focuses his practice on corporate restructuring, commercial bankruptcy, business counseling, and creditors' rights matters. As a member in the firm's Strategic Advisory and Restructuring Department, he represents businesses as debtors or creditors in various insolvency matters including chapter 11 bankruptcy proceedings, state-related insolvency proceedings, out-of-court workouts and restructurings and other commercial matters. Michael represents purchasers of assets of distressed businesses both in and out of court. Michael also has experience representing creditors' committees and liquidating trustees in various bankruptcy matters.

Michael earned a J.D. from Case Western Reserve University School of Law in 2003. He received a B.A., cum laude, from Washington and Lee University in 2000.

Michael's practice includes clients in a wide range of industries, including:

- Franchises
- Energy
- Plastics
- Manufacturing
- Real estate
- Healthcare
- Automotive
- Retail
- Chemical/Metallurgical

Representative Cases/Matters

Chapter 11 Cases (Debtor)

- **American Home Products, LLC** - representing a custom manufacturer of shutters and blinds (Bankr. N.D. Georgia)
- **Data Cooling Technologies, LLC** - represented manufacturer of data center cooling systems in successful

363 sale in chapter 11 (Bankr. N.D. Ohio)

- **Unique Ventures Group, LLC** - represented chapter 11 Trustee as special sale and franchise counsel in the successful 363 sale of 28 Perkins® Family Restaurants franchises. (Bankr. W.D. Pa.)
- **Coshocton County Memorial Hospital Association** - represented a 56-bed acute care community hospital in a successful 363 asset sale and chapter 11 case. (Bankr. N.D. Ohio)
- **Gulf Chemical Metallurgical Company, et al.** - represented a leading producer of ferroalloys in chapter 11 bankruptcy. (Bankr. W.D. Pa.)
- **QSL of Medina, Inc., et al.** - represented franchisor of Quaker Steak & Lube® brand in successful 363 asset sale and bankruptcy plan of liquidation. (Bankr. N.D. Ohio)
- **The Antioch Company, LLC** – represented direct sale and scrap-booking company in chapter 11 reorganization. (Bankr. D. Minn)
- **Willard Rental Properties, LLP** – represented a family-owned property management and home improvement company with 1,100 rental units in Northern Ohio in the successful chapter 11 reorganization of their businesses. (Bankr. N.D. Ohio)
- **Duke and King Acquisition Corp.** – represented franchisee of 92 Burger King® restaurants in a successful 363 asset sale and bankruptcy plan of liquidation. (Bankr. D. Minn.)
- **BPI Energy, Inc.** – represented a producer of coal-bed methane gas in chapter 11 bankruptcy, including the sale of assets and confirmation of plan of liquidation. (Bankr. N.D. Ohio)
- **CHA Hawaii, LLC** – represented a Hawaiian hospital system in chapter 11 bankruptcy culminating in a plan of reorganization. (Bankr. D. Haw.)
- **The Antioch Company** – served as co-counsel in representation of a direct sale scrap-booking company in a prepackaged chapter 11 bankruptcy. (Bankr. S.D. Ohio)
- **CCI of West Palm, Inc.** – represented multiple New York and Florida franchisees of TGI Friday's® casual dining restaurant operations in chapter 11 bankruptcy. (Bankr. S.D. Fla.)
- **Hydraulic Technologies, Inc.** – served as co-counsel of an Ohio-based supplier of hydraulic lifts in the sale of its operations in chapter 11 bankruptcy. (Bankr. N.D. Ohio)
- **Union Stamping & Assembly, LLC** – represented a West Virginia-based Tier I automotive parts manufacturer in a 363 asset sale and subsequent winddown of its business in chapter 11 bankruptcy. (Bankr. S.D. W.Va.)
- **Risk Management Alternatives, Inc.** – represented a group of national accounts receivable management services companies in the administration of their chapter 11 bankruptcies, including the sale of substantially all of their assets and confirmation of a plan of liquidation. (Bankr. N.D. Ohio)
- **Tiro Industries** – represented a Minneapolis-based manufacturer of private-label hair-care and beauty products in a 363 sale of all assets and assisted in the administration of its chapter 11 bankruptcy case. (Bankr. D. Del.)
- **Summitville Tiles, Inc.** – represented an Ohio family-owned manufacturer of ceramic tile in a chapter 11 bankruptcy culminating in a successful reorganization of the business. (Bankr. N.D. Ohio)
- **Gliatech, Inc.** – represented an Ohio-based biotechnology manufacturer and developer in chapter 11, which resulted in the payment in full of all secured and general unsecured creditors, pursuant to a confirmed liquidating plan. (Bankr. N.D. Ohio)

Chapter 11 Cases (Creditor/Liquidating Trustee)

- **First Energy Solutions Corp.** - co-counsel to Wilmington Savings Fund Society FSB and ad hoc group of

pass-through certificate holders

- **Barzel Industries, Inc.** – represented the official committee of unsecured creditors of a Massachusetts-based metal manufacturer in chapter 11 bankruptcy. (Bankr. D. Del.)
- **Huffy Corp.** – represented the official committee of unsecured creditors appointed in the chapter 11 reorganization of a leading distributor of bicycles and other wheeled products with over \$220 million of revenue; and the subsequent representation of the post-confirmation liquidating trustee appointed to administer estate assets for the benefit of unsecured creditors. (Bankr. S.D. Ohio)
- **DT Industries, Inc.** – represented the liquidating trustee appointed to administer assets for the benefit of unsecured creditors of an assembly products manufacturer and automotive supplier with over \$200 million of revenue. (Bankr. S.D. Ohio)

Distressed Acquisitions

- Represented strategic purchaser of assets in chapter 11 case of Ohio-based pipeline servicing business. (Bankr. N.D. Ohio)
- Represented a purchaser of equity of distressed Cleveland-based biotech company out of court.
- Represented a strategic purchase of assets of a national crossbow company via a UCC Article 9 sale.

Out-of-Court Restructurings and Other Matters

- Represented an Ohio-based retailer with over \$250 million in revenue in an out-of-court workout and refinancing
- Represented an Ohio-based diabetic supply company in an out-of-court winddown.
- Represented a Maryland-based specialty building products company in an out-of-court winddown.
- Represented subordinated secured lender in chapter 11 case of Illinois franchisee of Applebee's® restaurants. (Bankr. E.D. Ky)
- Represented a trust mortgage trustee in the winddown and liquidation of an Ohio-based lumber company.
- Represented a thermoform and injection-molded plastics company in an out-of-court debt restructuring.
- Represented an Ohio-based company specializing in the rental and sales of concrete forming and shoring equipment in the winddown and liquidation of its business.
- Representing a regional insurance company as a creditor in a variety of chapter 11 bankruptcy cases.
- Represented a Michigan-based telecommunications company in an Article 9 sale of its business lines.

Admissions - Court

- U.S. Court of Appeals for the 6th Circuit
- U.S. District Court for the Eastern District of Michigan
- U.S. District Court for the Northern District of Ohio
- U.S. District Court for the Southern District of Ohio
- U.S. District Court for the Western District of Michigan

Admissions - State

- Ohio

Education

- Case Western Reserve University School of Law
- Washington and Lee University

Honors and Awards

- Selected for inclusion in *Ohio Rising Stars* (2009-2018)
- “Big Brother of the Year” – Big Brothers/Big Sisters of Greater Cleveland (2003)
- “Dean’s Community Service Award” – Case Western Reserve University School of Law (2002-2003)
- “Student Leadership Award” – Case Western Reserve University School of Law (2002-2003)

Public Service and Volunteerism

- Family Promise of Greater Cleveland (Board of Directors, Chair of Governance Committee)
- A Kid Again, Northern Ohio Chapter (Board Member, Vice President)
- Washington & Lee University Alumni-Admissions Program (Chairman, NE Ohio Region)
- St. Ignatius High School Alumni Association
- Loyola Club

Alerts

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

Blog Posts

- Allegations that franchise disclosure documents were inaccurate did not toll the statute of limitations under Ohio’s Business Opportunity Plan Act
- Sixth Circuit Court of Appeals holds that forum-selection clause in franchise agreement was unenforceable as against Michigan public policy
- Despite contractual provisions to the contrary, Third Circuit disallows triangular setoffs in bankruptcy
- The Biden Administration and its impact on franchising in 2021
- Can a bankruptcy court order rent abatement due to a pandemic? One (sympathetic) bankruptcy court says "No"
- Sixth Circuit finds that Domino's Pizza can arbitrate to determine whether it must arbitrate employee claims
- So your business temporarily closed - now what do you do?
- COVID-19 pandemic should cause businesses to review their business-interruption insurance coverage
- Small Business Reorganization Act provides a new tool to restructure small franchisees
- U.S. Supreme Court rules rejection of trademark license in bankruptcy does not terminate license
- Washington D.C. federal appeals court weighs in on the joint-employer standard
- Washington dysfunction continues to mire resolution of “joint employer” standard
- Despite joint employer uncertainty, Senate has yet to take up the Save Local Business Act
- A positive sign about the future of the Save Local Business Act

- Save Local Business Act advances in the House
- "Insured vs. insured" exception not going away anytime soon
- Save Local Business Act aims to bring certainty regarding joint-employer standard
- Golf Channel Stuck In the Bunker After Fifth Circuit Reversal

News

- "Bargain shopping: navigating the purchase of a distressed business"
- Sixth Circuit expands PBGCs ability to recover underfunded pension liabilities
- 22 attorneys at McDonald Hopkins named 2018 Ohio Super Lawyers and Rising Stars
- TMA Ohio Chapter announces 2016 award winners
- 24 attorneys at McDonald Hopkins named Ohio Super Lawyers and Rising Stars

External Publications

- "Passage of the Small Business Reorganization Act Could Dramatically Change a Majority of Chapter 11 Bankruptcies (For the Better)," *TMA Turnaround Times - Ohio* (May/June 2019)
- "Sixth Circuit Rules that the "Insured Versus Insured" Exception Applies to Liquidating Trustees," *TMA Turnaround Times - Ohio* (September/October 2017), Author
- "A Decade of Limitations: Avoidance Lookback May Be Longer Than You Think," *TMA Turnaround Times - Ohio* (November/December 2016), Author
- "The Pendulum Has Swung: A Sea Change in Directors' Fiduciary Duties Under Delaware Law," *TMA Turnaround Times—Ohio* (May/June 2015), Author
- "Restructuring Concepts for Troubled Restaurant Franchisees," *Ohio TMA News* (May 2011), Co-author
- "Community Hospitals – Challenges and Trends," *Ohio TMA News* (June 2010), Co-author.
- "The Bankruptcy Act Two Years Later: Why Trade Creditors Are Disappointed," *Cleveland Bar Journal*, Vol. 79, No. 3 (February 2008), Co-author

Events

- How Companies Facing Distress from COVID Should be Responding | Wednesday, October 21, 2020
- Countermeasures against organizational and economic distress | Wednesday, July 29, 2020
- Post-Pandemic Planning: Preparing Your Business For What Might Be Next- Turnaround and Restructuring | Wednesday, July 15, 2020
- Key Concepts in Franchise Restaurant Workouts | Monday, April 27, 2020
- Paving the Path to a Distressed M&A Acquisition | Wednesday, October 23, 2019
- Challenges in the oil and gas industry: A briefing for accountants | Wednesday, June 17, 2015

Speaking Engagements

- "Franchisor/Franchisee Bankruptcies – Challenges & Opportunities", Turnaround Management Association, Great Lakes Regional Conference (May 2017)
- "363 Sales," Turnaround Management Association, Ohio Chapter, Panelist (November 2016)
- "Shale Oil and Gas—It Is Boom or Bust!" Geauga Growth Partnership, Panelist (March 2015)

