



R. Brooks Herrick

Partner
brooks.herrick@dinsmore.com

Louisville, KY
Tel: (502) 540-2376

Brooks focuses his practice on corporate law, guiding clients through a wide range of governance issues and contract negotiations to help them achieve their business objectives. He understands the critical role contracts play in mitigating risk and preventing future disputes. His experience includes drafting and reviewing governance documents, supply agreements, and software licensing agreements. Brooks also works with clients to maximize their efficiencies in negotiating contracts, assisting with the development and implementation of standardized agreements across business platforms, as well as implementing contract “playbooks.” Brooks is passionate about supporting the growth and strategic positioning of his clients, particularly as they prepare for potential acquisitions. He works with a diverse client base—from small, family-owned businesses to large, publicly traded companies—advising on matters such as credit facilities, real estate transactions, and purchase and sale agreements. Further, to help clients achieve their goals across all business areas, Brooks collaborates with other Dinsmore attorneys in other practice areas to ensure that clients’ needs are efficiently and seamlessly met.

In addition to general corporate work, Brooks has also helped state and local agencies and private partners navigate Kentucky’s public-private partnership procurement method. In this capacity, he has considered the projects’ compliance with Kentucky’s P3 laws, assisted with guiding the project through the state-required approval process, and negotiated and drafted the definitive agreements that govern the public-private relationship.

Brooks also has significant experience representing public utilities across the Commonwealth and beyond, providing a wide range of services to guide clients through operational and regulatory issues. Brooks’ experience with electric utilities includes representing generation and transmission cooperatives in regulatory filings, as well as providing counsel to numerous distribution cooperatives and the statewide organization for distribution cooperatives regarding various operational and regulatory issues. In addition, he has significant experience in the telecommunications industry, representing local exchange carriers, wireless telephone providers, and telecommunications infrastructure providers in numerous business matters and regulatory filings. Finally, Brooks’ experience also includes counseling natural gas, water, and sewer utilities on their operational and regulatory needs. In conjunction with his representation of utilities, Brooks has negotiated numerous agreements with state and local governments and agencies, including assisting clients in traversing the public bid process.

Services

- Corporate & Transactional
- Public Utilities Industry

Education

- University of Kentucky College of Law (J.D., *summa cum laude*, 2013)
 - Kentucky Law Journal, online editor
- Bellarmine University (B.A., *summa cum laude*, 2010)
 - Economics & Political Science

Bar Admissions

- Kentucky

Court Admissions

- U.S. Court of Appeals for the Sixth Circuit
- U.S. District Court for the Eastern District of Kentucky
- U.S. District Court for the Western District of Kentucky

Affiliations/Memberships

- Young Professionals Association of Louisville, Emerging Leaders Program

Distinctions

- *Kentucky Rising Star*®
 - For Credit Debtor Rights (2021)
- *Best Lawyers*®
 - "Ones to Watch" in Louisville for Commercial Litigation (2022-2024)

Experience

Negotiated Member Interest Purchase Agreement and Metal Supply Agreement Involving Multiple Clients

We represented our clients through the complex negotiations of a binding membership interest purchase agreement, metal supply agreement, and associated agreements involving intellectual property rights. Our clients, UACJ Corporation and its U.S. subsidiary, Tri-Arrows Aluminum Holding Inc., opted to sell their interest in Constellium-UACJ ABS LLC, a Bowling Green, Kentucky joint venture engaged in finishing automotive body sheet, which it previously held with their joint venture partner, Constellium N.V. and Constellium U.S. Holdings I, LLC. Our team assisted with the negotiations resulting in the termination of the membership agreement, working with owners and representatives in Tokyo, Paris, New York, and Louisville. As part of the deal, we also assisted with the negotiations of a metal supply agreement ensuring that Tri-Arrows Aluminum, also our client, would remain a supplier of cold coil to the Constellium Bowling Green plant for up to five years.