



Timothy D. Hoffman

Partner
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Tim is a past member of the firm's Board of Directors. With more than 30 years of experience in environmental law, he concentrates his practice defending clients in civil penalty and alleged environmental crime cases, as well as handling a broad range of environmental matters in virtually every environmental media. This experience includes pre-purchase environmental due diligence in real estate, corporate transactions and negotiating favorable environmental permit terms. The most rewarding part of his practice involves day-to-day counseling and advice of an ongoing nature to clients, helping prevent future potential enforcement problems.

As an environmental defense attorney, Tim has successfully handled many civil penalty cases where initial proposed penalties ranged from \$100,000 to more than \$1.8 million and has a sustained track record of saving his clients thousands of dollars in transaction costs and civil penalties with resolution of nearly 100 percent of these enforcement cases before trial using negotiation and alternative dispute resolution methods. In addition to saving legal fees, penalties and transaction costs, Tim's clients often preserve their ongoing working relationships with environmental regulators after resolving a case. Tim has resolved numerous white collar crime investigations using a similar strategy.

He started his environmental practice as in-house counsel to a multi-billion dollar conglomerate that produced rubber and plastic products for automotive and non-automotive applications, as well as wall coverings, luggage, and other industrial and consumer products. While there he defended the company in environmental enforcement proceedings around the country and helped develop the company's first overall environmental compliance and auditing programs for its 23 domestic and international manufacturing facilities.

Services

- Environmental Law
- Air Permitting, Counseling & Enforcement Defense
- Clean Water Act Permitting, Counseling & Enforcement Defense
- Commercial Transactions & Land Development
- Emergency Planning & Response

- Energy & Natural Resource Development
- Product Stewardship
- Site Characterization, Cleanup & Remediation
- Waste
- Litigation
- White Collar Defense
- Environmental, Social & Governance (ESG)

Education

- Capital University School of Law (J.D., 1981)
- Capital University (B.A., *cum laude*, 1978)

Bar Admissions

- Ohio

Court Admissions

- U.S. District Court for the Southern District of Ohio
- U.S. District Court for the Northern District of Ohio

Affiliations/Memberships

- American Bar Association
 - Solid & Hazardous Waste Committee
 - Environmental Quality Committee
- Ohio State Bar Association, Environmental Committee
- Dayton Bar Association, Environmental Law Committee
- Junior Achievement of Dayton and Miami Valley, Inc., Board of Directors, past member
- Girl Scouts of Buckeye Trails Council, Board of Trustees, past member
- Capital University Alumni, Varsity "C"
- Dayton Rotary Club (2010 - present)

Distinctions

- Peer Review Rated AV in *Martindale-Hubbell*
- *Best Lawyers*[®]
 - "Lawyer of the Year" in Dayton for Environmental Law (2018, 2020)
 - Environmental Law, Litigation - Environmental (2022, 2024)
- Best of the Bar in The *Dayton Business Journal*

- Ohio *Super Lawyers*®
- *Chambers USA*®: America's Leading Lawyers for Business, Natural Resources & Environment

Experience

Wastewater Enforcement Defense

Defense of municipality in connection with waste water permit violations from its POTW. Successfully negotiated reduction in civil penalty and consent agreement for return to compliance.

Guided Long-time Client Through Life Cycle of Company Sale

We guided our long-time client Pak-Sher, a U.S. manufacturer of innovative carryout and kitchen prep plastic packaging, in its sale to Revolution, a leading plastics provider for closed loop plastic solutions. Our attorneys represented our client through all aspects of the sale process, which included counseling the company's leadership on transitional elements, from personnel changes to shareholder matters. Shareholder matters included drafting a proxy statement in soliciting shareholder approval of the transaction and the ultimate liquidation and dissolution of the company. Post-close, we continued to provide assistance to our client on transaction-related items and the winding-up process, which included drafting a long term plan of complete liquidation and dissolution.

Re-Purchase of Property / PCB Contamination

Negotiated the re-purchase of a commercial property where the seller failed to clean up PCB contamination pursuant to the original purchase contract assigned to our client in the late 1990's.

FIFRA Enforcement Defense

Enforcement defense in connection with labeling of pesticide products not in compliance with FIFRA. Successful reduction of proposed fine and return to compliance.

Negotiated Sale of Manufacturing Company to Unsolicited Buyer

Our client, a manufacturer of precision shafts and other components, was approached by an unsolicited buyer. The buyer made a purchase offer that enabled our client to sell its business years earlier than originally planned. We helped the manufacturer negotiate a price and structured the deal in a tax efficient manner.

Pre-Bid Due Diligence

Represented a bidder in connection with the pre-bid due diligence related to a major energy utility acquisition involving Kentucky, Tennessee, and Indiana legal issues. The ultimate value of the deal for the successful bidder was reported to be approximately \$9.5 billion. The work involved all aspects of public utility regulation and environmental law, as well as strategizing likely communications with major political stakeholders throughout all levels of state and local government. Notable areas of representation in this matter included issues involving:

- Regulatory approvals for change in ownership or control of utilities;
- Regulatory approvals for financing applications;
- Regulatory approvals for obtaining certificate of public convenience and necessity;
- Renewable energy contract review;

- PSC and OSHA complaints;
- Utility supply and vendor contracts;
- Utility tariffs;
- Litigation;
- Regulatory review of rate-affecting issues;
- Fuel Adjustment Clauses;
- Pollution Control Bond change in control;
- Cost recovery of capital expenditures for pollution control equipment and renewable energy projects;
- Environmental surcharges;
- Projecting future impact of greenhouse gas regulations;
- Title V air permits;
- Environmental contamination and compliance issues associated with ongoing operations;
- Disposal of coal combustion by-products;
- General environmental regulatory compliance;
- State and local taxation;
- Real estate and operating leases;
- Franchises, rights-of-way, permitting, planning and zoning, and eminent domain;
- Retail operations review;
- Wholesale electric supply agreements;
- Gas pipeline regulatory issues; and
- Legislative, policy, and strategic planning advice.

Represented Our Client During the Acquisition of a Manufacturer

We represented our client, an industrial product and infrastructure services company, during its acquisition of Freeman Enclosure Systems, LLC, a manufacturer of custom generator enclosures used by data centers and large commercial and industrial facilities. Under the deal, Freeman kept its name but began operating as a subsidiary of IES Infrastructure Solutions. The acquisition also included Freeman's 143,000-square foot manufacturing facility.

Negotiation of Global Settlement in Environmental Law Matter

We represented a coal company under federal investigation by the United States Department of Justice and the EPA for felony violations of the Clean Water Act. After completion of an internal investigation and meetings with and presentations to United States Department of Justice and EPA officials, we negotiated a favorable global resolution of all criminal, civil and administrative issues that included a plea agreement to misdemeanors, a compliance agreement with the United States and no debarment of the company.

Negotiation of Global Settlement in Environmental Matter

We successfully defended a corporate environmental compliance officer in an investigation which resulted in a negotiated plea agreement, probation and favorable resolution of all civil and administrative issues.

Acquisition of surface mine, deep mine, coal reserves, coal leases and mining permits

We served as deal counsel for a coal producing company in its acquisition of a deep mine and substantial coal reserves, together with a surface mine, coal and surface leases, and mining permits, for a total value of approximately \$25 million. The transaction included a unique financing structure involving the acquisition of

certain reserves and a leasing arrangement with third party landholding companies, as well as important labor considerations resulting from certain obligations of the Seller to the UMWA. We helped negotiate and drafted all of the documents necessary to facilitate the deal, and handled all aspects of the due diligence review including labor issues. We counseled the client through the successful closing and execution of the purchase, which will allow the client to expand its mining operations in the Appalachian coal fields.

Acquisition of Coal Mining Operation Assets

We served as transaction counsel to Coronado Coal II LLC in an approximately \$174 million transaction involving the acquisition of the coal mining operation assets of Cliffs Logan County Coal, LLC from Cliffs Natural Resources, Inc. The assets involved in the transaction were active underground and surface mines with metallurgical and thermal reserves, preparation and loading facilities and related infrastructure. We advised the client at each step of the transaction, including the initial offer and proposed letter of intent, due diligence, negotiating the purchase agreement, transition services agreement, permit operating agreement and certain third party agreements and efficiently executing the closing of the sale. The transaction, was the firm's fourth coal asset acquisition for this client and the entities associated with it since 2012.

Environmental Crime Defense

Successful defense of client resulting in a plea agreement and compliance agreement with the USA that resulted in no debarment of contractor regarding federal work it was doing.

Federal Criminal Indictment

Consulted with and provided legal advice to a Fortune Global 50 company regarding alleged white collar criminal issues involving the Global 50 company's United States subsidiary.

Publications

July 19, 2018

Alternative Financing Offers Advantages for Superfund Remediation

American Bar Association Section of Environment, Energy, and Resources Newsletter, Vol. 20, No.2