



## Kim Martin Lewis

Partner  
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Kim is chair of the firm's Bankruptcy & Restructuring practice group and focuses her practice on corporate reorganization, insolvency, financing, workout, and bankruptcy law.

She has represented several Fortune 500 companies, including counsel to The Procter & Gamble Company as creditor in many restructurings and bankruptcies across the country. She also has experience serving as restructuring counsel for several large companies in the retail and manufacturing industries, including Milacron, Inc.; Ormet Corporation; The Wornick Company; Rue 21, Inc. (fka Pennsylvania Fashions); Elder Beerman; and Federated Department Stores among others.

Stemming from her representation of Wallace's Bookstores, Inc., Kim served as the counsel for the bankruptcy trustee in a case that was heard before the U.S. Supreme Court, which resulted in a decision in favor of her client in *Central Community College, et al. v. Bernard Katz* (Case No. 04-885). In its decision, the court held that states could not invoke sovereign immunity to avoid being sued in bankruptcy proceedings.

Kim is a fellow in the American College of Bankruptcy and a member of the American Bankruptcy Institute. She has been recognized in *Ohio Super Lawyers*, *The Best Lawyers in America*, and *Who's Who Legal: The International Who's Who of Business Lawyers* for her work in bankruptcy and restructuring law. Additionally, *Chambers USA: America's Leading Lawyers for Business* says, "Peers describe Kim Lewis as '*the real deal*,' noting her wealth of experience in handling '*huge cases*' and commending her '*tough but fair*' approach. She has an impressive track record in representing corporate clients and trustees in both contentious and non-contentious bankruptcy matters, particularly in the retail and industrial sectors."

### Services

- Bankruptcy & Restructuring
- Corporate & Transactional

### Education

- Southwestern University School of Law (J.D., *cum laude*, 1987)

- Ball State University (B.S., *cum laude*, 1984)

## Bar Admissions

- Ohio

## Court Admissions

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

## Affiliations/Memberships

- American College of Bankruptcy, fellow
- American Bankruptcy Institute
- Cincinnati Bar Association
- Commercial Law League of America
- Midwest Regional Bankruptcy Seminar, Executive Committee
- Ohio State Bar Association

## Distinctions

- Peer Review Rated AV in *Martindale-Hubbell*
- Fellow in the American College of Bankruptcy
- *Chambers USA®: America's Leading Lawyers for Business*, Bankruptcy/Restructuring (2004 - present)
- Certified by the American Bankruptcy Board of Certification in business bankruptcy
- Ohio *Super Lawyers®*
  - Top 50 Women by *Law & Politics*
- *Best Lawyers®*
  - "Lawyer of the Year" in Cincinnati for Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law (2017)
  - Bankruptcy and Creditor Debtor Rights / Insolvency and Reorganization Law (2021)
- *Who's Who Legal - The International Who's Who of Business Lawyers*
- Cincy Leading Lawyer by *Cincy Magazine*

## Experience

### Asset Sale

Represented distressed holding company in \$30,000,000 divestiture of basketball equipment manufacturing business.

### **Asset Sale**

Represented distressed holding company in \$15,000,000 divestiture of non-core services business.

### **Bankruptcy Emergence, Corporate Restructuring and Financing**

Represented Chapter 11 debtor in submission of reorganization plan and receipt of \$75,000,000 emergence financing.

### **Commercial Loan Refinancing**

Represented the borrower in a \$15,000,000 commercial loan refinancing transaction.

### **Divestiture of Business Units By Chapter 11 Debtor**

Represented Chapter 11 debtor in the \$25,000,000 sale of numerous non-core businesses in court-approved transaction.

### **Internal Reorganization**

Represented a U.S. company with complex U.S., Canadian and Swiss corporate structure in reorganizing as necessary to preserve U.S. tax benefits from pre-Chapter 11 losses.

### **Bankruptcy – Sovereign Immunity**

Kim Martin Lewis served as lead counsel for the respondent before the United States Supreme Court in a bankruptcy appeal. Ms. Lewis briefed and argued the case before the Supreme Court, successfully asserting States do not enjoy sovereign immunity against claims asserted by bankruptcy trustees.

### **Certified Territory Dispute (Electric)**

We represented a large aluminum smelter before the Public Utilities Commission of Ohio in a territorial dispute with a large, multi-state electric utility and a small electric cooperative, both located in Ohio. Our client had previously been removed from the certified service area of a large, multi-state electric utility and into that of a smaller electric cooperative that would permit the client to purchase its electricity on the open market. When market conditions made the open-market purchase of electricity infeasible, we represented the client in a successful effort – spanning political and union lines – to rejoin the service territory of the large utility. As a result of these efforts, the client was able to resume its operations.

### **Liquidating Trustee of Chapter 11 Debtor v. Former Officers and Directors of Chapter 11 Debtor**

The liquidating trustee representing unsecured creditors of a Chapter 11 debtor sued former officers and directors for various transactions related to the corporation's retirement benefits plans. The plaintiff alleged that under applicable law the obligations of the defendants switched from being owed to the corporation to the corporation's creditors once the corporation entered a "zone of insolvency," and that the defendants had violated fiduciary duties owed to the unsecured creditors. He also alleged that the defendants' actions created a "deepening insolvency" for the corporation, thereby giving rise to a claim for that tort.

The court rejected decisions applying these rules and held that the zone of insolvency, fiduciary duty to creditors', and deepening insolvency theories espoused by plaintiff did not state cognizable claims under Ohio law.

Further proceedings are scheduled following the court's dismissal of the above claims.

### **Obtained dismissal of a case involving dispute over coverage obligations**

Our client, a large corporation, and its subsidiaries filed petitions for relief under Chapter 11 of the Bankruptcy Code. The Bankruptcy Court accepted our client's Joint Plan of Reorganization, and pursuant to the Plan, a recovery trust was created. Certain claims and causes of action were transferred to the trust, and the trustee was given the authority to investigate and, if appropriate, assert through litigation some or all of the trust claims. Our client emerged from the bankruptcy as a reorganized entity on the effective date of the Plan. The plaintiff, an insurance company, then brought action against certain officers and directors of our client, seeking a declaration that it has no coverage obligations under two officer and director liability insurance policies issued to our client with respect to the claims assigned to the trustee. We moved for dismissal of the action and it was granted.

### **Sale of Companies through Chapter 11 Plan of Reorganization**

We acted as lead counsel for the Wornick Companies ("the Companies") in the sale of the Companies to bondholders who held 85% of the publicly-traded debt securities of the Companies through a Chapter 11 Plan of Reorganization. The value of the transaction was \$85MM. Our firm also acted as lead counsel for the debtor in the Chapter 11 bankruptcy proceeding in the Western Division of the Southern District of Ohio. The Company is a leading supplier of Meals Ready to Eat (MRE) to the armed services.

### **Sale of Company in Connection with Chapter 11 Restructuring**

We represented Milacron Inc. as lead counsel in the sale of the company and its numerous international subsidiaries ("Milacron") to bondholders who held over 90% of the publicly-traded debt securities of Milacron through a Section 363 asset sale in connection with Milacron's Chapter 11 restructuring. The transaction value was approximately \$175MM. Our firm also represented Milacron as lead counsel in the Chapter 11 bankruptcy proceeding in the Western Division of the Southern District of Ohio. Milacron is a major solutions provider to the plastics-processing industries and a leading supplier of premium fluids to the metalworking industries.

## **Publications**

June 1, 2019

**"When Post-Petition Fees Are Pre-Petition Claims: The Allowance of Post-Petition Attorney Fee Claims in Bankruptcy."**

Norton Journal of Bankruptcy Law and Practice

December 7, 2017

**Post-Petition Plan Support Agreements: Present and Future Compliance**

Norton Journal of Bankruptcy Law & Practice

July 5, 2017

## **Sixth Circuit Court of Appeals Limits Assignees' Ability to Recover from Insurance Company on Claims of Mismanagement**

March 14, 2016

**Is it a Real Property Interest? The Case That Could Change Bargaining Power**