

# Sonia Macias Steele

*Counsel*

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Sonia Macias Steele advises public and private companies on all matters relating to executive compensation and the full spectrum of employee benefit programs, including individual employment agreements, severance plans, equity compensation, paid leave, noncompetition agreements, qualified and nonqualified retirement plans, health and welfare programs, and other fringe benefit programs.

Sonia's clients rely upon her particular talent for translating complex tax code into digestible segments and providing practical, innovative solutions. Sonia has worked at leading law firms and corporations throughout the nation. She also served as Assistant Vice President and Counsel for a Fortune 500-ranked financial services group.

Sonia is also a go-to resource for mission-driven organizations, where she counsels senior leadership through the development of compensation and benefit plans for their employees. She understands the unique optics of non-profit organizations, allowing them to maintain transparency to all constituents.

Before law school, Sonia was a Human Resources generalist at a national power company, where she provided benefits and employment support for the company's unionized and non-unionized workforce.

## **Affiliations**

- American Bar Association
- The Latina Circle

## **Admissions**

- Massachusetts
- Illinois

## **Education**

- Duke University School of Law (J.D., 2003)
- Duke University Fuqua School of Business (M.B.A., 2003)
- Georgetown University (B.A., 1996)

## **Representative Matters**

### **M&M Transport's Sale to Schneider**

Representation of M&M Transport Services, a dedicated contract carrier that provides specialty solutions for the retail and manufacturing verticals, on its sale to Schneider National, Inc., a premier multimodal provider of transportation, intermodal, and logistics services. The sale further complements Schneider's Dedicated organic growth success and places Schneider on a glidepath toward \$1.5 billion in annual Dedicated contract revenues and 6,500 Dedicated tractors in service to their valued customer base.

### **Gordon Brothers' Acquisition of Durkin Group**

Representation of Gordon Brothers, the global asset experts, in their acquisition of Durkin Group, a professional services firm that provides field examination and diligence services to lenders, investors, and operators in North America. The investment enhances Gordon Brothers' suite of service offerings to assist companies throughout their lifecycle, complements the firm's valuation, disposition and capital services, and expands its expertise to better serve clients.

### **Sale of Romanow Container to SupplyOne, Inc.**

Represented Romanow Container, a leading independent corrugated and protective packaging supplier, in its sale to SupplyOne, Inc., a portfolio company of Wellspring Capital Management.

### **Representation of PT Networks in Sale to Athletico**

Represented PT Networks, a premier provider of physical therapy, occupational health, and onsite corporate health services, in its sale to Athletico Physical Therapy, a portfolio company of funds affiliated with BDT Capital Partners, LLC, through an auction process conducted by Jefferies. G&S, in collaboration with key trusted advisors and industry experts, helped Pivot attain significant operational and financial improvements, while the company continued to provide top-notch patient care despite challenges faced throughout the pandemic.

### **AXA IM Alts and its Affiliates in one of the Largest Industrial Portfolio Acquisitions of 2020**

Representation of AXA IM Alts and its affiliates in one of the largest industrial portfolio acquisitions of 2020. The portfolio consists of 27 assets in Chicago, Houston, Los Angeles, Central New Jersey, Dallas, South Florida, Southern New Jersey and Atlanta. In a significant step in its strategy to grow a U.S. wide logistics platform, AXA IM Alts, on behalf of clients and through a joint venture with Cabot Properties, Inc., acquired the 7,984,000 s/f portfolio for approximately \$875 million, through

a share purchase of a REIT previously managed by Cabot Properties. Representation included all matters related to property diligence, structuring, joint venture, purchase, financing, tax and environmental considerations of the property, including tax and structuring issues relating to cross-border investments.

**Victim Rights Law Center: Rebuilding the lives of sexual assault survivors through extensive training, established trust, and hope.**

The Victim Rights Law Center ("VRLC") is the nation's first nonprofit law center dedicated to providing sexual assault survivors with comprehensive legal representation. From its inception, the VRLC sought to distinguish itself as the first nonprofit law center in the country solely focused on providing free, survivor-centered legal services to sexual assault victims of all ages, gender identities, and sexual orientations, and to survivors at the intersections of oppression who are often the most marginalized and in need of legal assistance.

**Audax Group Acquisition**

We represented Audax Group, a leading private equity firm, and its portfolio company AI Fire, LLC, in the sale of the company to Snow Phipps Group, LLC.

**Executive Compensation**

Designs and drafts executive compensation employee benefit plans.

**Merger & Acquisition Review and Analysis**

Performs due diligence review and analysis on compensation, benefits, and employment issues for mergers and acquisitions.

**Employee Benefit Plan Design and Compliance**

Represents clients in all areas of employee benefit plan and equal employment communications.

**Benefit Plan Strategy and Implementation**

Provides legal guidance for benefit plan strategy and implementation.

**Compliance Under Federal Laws**

Provides guidance to clients on compliance under federal laws such as ERISA, COBRA, HIPAA, FMLA and the tax code (including Section 409A).

**Equity Award Plans**

Designs and drafts equity award plans and tax qualified employee benefit plans.

**Examinations and Audits**

Handles examinations and audits by the IRS, Department of Labor, and Department of Health & Human Services, as well as state agencies.

**Employment Negotiations and Plans for Non-Profit Organizations**

Advises non-profit organizations in connection with the full range of employment negotiations and plans.

## Commitment to Education

Sonia teamed up with a pediatrician friend and her local library to create a “Saturday Science” program for children in grades kindergarten through 5<sup>th</sup> grade. The program encourages kids to interact with the world around them and tap into their natural curiosity. Sonia encourages kids to have hands-on fun while learning about female scientists in a broad range of STEM disciplines. Her commitment and passion for deciphering the world around her is unwavering and the results are incredibly positive for everyone.