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Meet the Dealmakers | John Erwin

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MEET THE DEALMAKERS

John Erwin

John Erwin represents public and private businesses in a wide range of domestic and international deals, including strategic mergers, acquisitions, joint ventures, and other complex commercial transactions. John's practice has focused on the healthcare and life sciences industries, where he guides clients through the complex healthcare regulatory environment in negotiating managed care contracts and other agreements.

A recognized leader in the legal community, John has been honored with many awards, including being named a "Legal Elite" in 2024 by Business North Carolina magazine for Corporate Law.

How did you develop your focus on dealmaking and healthcare?

After graduating from law school, I worked at a smaller firm where I did a little bit of everything, including complex litigation and class actions. Litigation is good experience for doing transactional work because you get to see what happens when a transaction goes badly, and you learn to watch out for the issues that really matter. The pitfalls are no longer theoretical. You learn to be scared of the things that should scare you, not the things that look like they should be a problem but aren't.

After I made partner at that firm, I was offered an in-house position at F. Hoffmann-La Roche, a multinational pharmaceutical company. This was a great opportunity to expand my horizons and see the world from our clients' perspective. This is where I learned a lot about healthcare law, including the intense focus on healthcare compliance issues, such as fraud and abuse, and the Stark and anti-kickback laws. It's essential to understand how these issues impact healthcare-related dealmaking.

At the same time, the pace of dealmaking while I was in-house was quite relentless. Over my years there, I was involved in as many as 30 deals a year – including M&A, asset acquisition, stock deals, joint ventures, and other types of transactions. So, when I decided to go back to private practice, I had deep experience in both dealmaking and healthcare.

What made you decide to join Kilpatrick?

In a nutshell, Charles Calkins. Over the years, I've worked with him on many healthcare and life sciences deals where he handled the IP portion of the work, and I handled the transaction. So, when Kilpatrick sought to bring me and our group on board, I thought it was a good fit – IP is almost always an important part of the deals I work on, and Kilpatrick's IP team is best-in-class. These days, we're seeing more and more healthcare-related technology deals, and Kilpatrick's IP group has a significant depth of expertise in this area, too.

I continue to work with Charles's group on deals throughout the country and throughout the world. I now also work with many others at Kilpatrick – as does Brian Brown, who came with me to the firm. I have worked with Brian for many years, and he has vast experience in transactional work as well as a tax background.

What differentiates you from other deal lawyers?

I think Brian and I are different because of the sheer number of deals and the wide variety of deals we've done over the years. This experience gives us an ability to come up with creative yet compliant solutions to issues. While I look at deal studies, I'm not married to them – deal studies by definition are based on circumstances, parties, and outcomes that are not the same as the deal in front of you. It's important to analyze each situation according to its own unique circumstances. If you're just going to go by deal studies, you'll miss important nuances – you'll miss opportunities to make a better deal or to avoid a problem down the line. Moreover, deal studies can be skewed because only certain deals are reported and failed deals are especially underreported.

The other thing that makes me different is that I've been in-house. I think of myself as an outside general counsel for my clients, and I always use a business-first approach. I speak the language of in-house attorneys, and I understand their concerns, including being accountable to the C-suite.

Is it true that you've recruited a number of companies from abroad to move to North Carolina?

Yes, it's true. Over the years, we've assisted in bringing companies from a variety of places, including Germany, South Africa, China, the U.K., and Denmark. Some are healthcare and life sciences companies, others are not. I've lost count of how many recruiting missions I've gone on, particularly to Germany because I speak German. We concentrate on midsized companies, in the $50-100 million range. These days, among other groups, I contribute to the economic development efforts of the NC East Alliance, a not-for-profit organization dedicated to the economic development of Eastern North Carolina.

I've also worked with Siegmar Pohl from Kilpatrick's San Francisco office and Rich Christensen of the firm's San Diego office with regard to the German American Chamber of Commerce. We went on a business recruitment mission to Germany through this organization recently. I have also worked with Jim Cain of the firm's Raleigh office with regard pitching for business from Danish companies. Jim is the former US Ambassador to Denmark. While the business recruitment work I do is a public service to the community I call home, I'll note that it has been a source of new business for the firm, too. The relocating companies need legal representation – and even when they don't hire us right away, they've turned into a good source of referrals.

To learn more about John and his practice, visit *ktslaw.com*

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