

**PITTSBURGH,
PENNSYLVANIA**

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PRACTICE AREAS:

[Business Counseling](#)

[Health Care](#)

[Mergers & Acquisitions](#)

[Real Estate](#)

[Securities](#)

STATE ADMISSIONS:

Pennsylvania

COURT ADMISSIONS:

U.S. District Court for the Western
District of Pennsylvania

U.S. Court of Appeals for the Third
Circuit

EDUCATION:

J.D., cum laude, Washington & Lee
University School of Law, 1985;
Editor, *Washington and Lee Law
Review*

M.B.A., University of Pittsburgh
Graduate School of Business,
1982; H.R. Young Fellow

B.A., Franklin & Marshall College,
1981

Stuart R. Kaplan

MEMBER

Stuart Kaplan provides general corporate counsel to numerous for profit and not-for-profit companies and organizations, and advises in all aspects of business, employment, tax, real estate and health care law. He frequently assists clients with the drafting and interpretation of contracts; the purchase and sale of businesses; the purchase, sale and leasing of real property and the resolution of disputes among business owners. His clients include businesses, business owners and other entrepreneurs, hospitals, physicians and not-for-profit organizations. Stu has significant experience in corporate governance issues (for profit and nonprofit), ownership transition plans, royalty and licensing arrangements, limited liability companies, officer and employee incentive plans and laws and regulations applicable to health care providers, e.g., the Stark and Fraud & Abuse prohibitions. He has also assisted clients with tax-free reorganizations, phantom stock and stock option plans, bank financings and complex transactions requiring a "human touch."

REPRESENTATIVE MATTERS

- Assisted with the marketing and sale of numerous closely held companies in the plastics, rail products, telecommunications, manufacturing, and packaging industries.
- Designed and implemented ownership transition plans for local professional service companies.
- Completed the tax-free reorganization of two Western Pennsylvania manufacturing companies.
- Provides guidance with respect to physician credentialing issues and data bank reporting requirements for a large health plan.
- Assists with Pennsylvania Liquor Control Board and Pennsylvania lottery issues.
- Advises executives and physicians with respect to employment issues and stock option, stock appreciation rights, phantom stock, and other compensation and benefit arrangements.
- Prepares commercial contracts, shareholder agreements, employment contracts, financing documents, lease agreements, and other real estate documents, and assists in resolving shareholder disputes and other corporate deadlock situations.
- Assisted with the resolution of shareholder disputes in numerous closely held companies.
- Assists with various gaming related matters, including slots

gaming licensure issues.

- Facilitated the management buyout of a local chain of retail stores.

COMMUNITY INVOLVEMENT

- Community Day School of Pittsburgh, Vice President

AWARDS AND RECOGNITION

- Selected for inclusion in *Pennsylvania Super Lawyers*
- Attained an AV® Preeminent™ rating from Martindale-Hubbell

NEWS AND INSIGHTS

PUBLICATIONS

- ["Kaplan and Pietracatello's Viewpoint: Resolving shareholder disputes in a Covid-19 world,"](#) Pittsburgh Business Times, August 2020.
- ["Business Workshop: 10 Things to do Before Selling Your Business,"](#) Pittsburgh Post-Gazette, October 2013.
- "Top Ten Things to Know About Shareholder Disputes in Privately Held Companies," Pittsburgh TEQ, March 2007.

SPEAKING ENGAGEMENTS

- "Buying and Selling a Business," presented for the National Business Institute program Business Law: A to Z, December 5, 2019.