

MICHELLE A. BEHNKE

6502 Grand Teton Plz, Suite 101

MADISON, WI 53719

EMAIL: mbehnke@behnkeassociates.com

WEBSITE: www.michellebehnkeassociates.com

TELEPHONE: (608) 233-9024

FACSIMILE: (608) 233-9029

EDUCATION

University of Wisconsin Law School, J.D. 1988; University of Wisconsin-Madison B.A. Economics 1983

LEGAL EXPERIENCE

Michelle Behnke & Associates, Madison, WI

February 1998-present

Practice in the areas of business, real estate, and estate planning. Business work includes counseling on the choice of entity, formation of entities, asset purchase and stock purchase business sale transactions. Real estate work includes drafting commercial purchase agreements, leases, easements, condominium declarations, handling tax deferred exchanges and new construction contracts. Work also includes preparation of loan documents for SBA 504 Loan Program and SBA 7A loans for lenders. Estate planning includes drafting wills, revocable living trusts, advanced medical directives, and durable powers of attorney for financial matters as well as estate and trust administration. Manage all aspects of firm operations and firm staff.

Major Projects: Some of the more substantive projects have included a cross border asset acquisition; real estate refinancing with insurance companies, acquisition of multiple parcels for development; local counsel for lender financing a \$42 million mall redevelopment project; annexation of property into the city limits; acquisition of real state for franchisee of multi-venue fast food venture; multi-location real estate sale lease back transaction; real estate development including financing, refinancing, and seeking municipal approvals (entitlements) for the project and sale of multi-location fast food franchise operation.

CUNA Mutual Insurance Society, Madison, WI

February 1993-1998

Practice as in-house counsel in the areas of mergers and acquisitions, international and general corporate law providing representation to the approximately fifty corporations that comprise the CUNA Mutual Group including advising the board with respect to corporate voting requirements, policies and procedures. Mergers and acquisition practice included due diligence, drafting and negotiation of the purchase documents, analysis under antitrust laws and regulatory compliance. International practice included formation of foreign subsidiaries, branch office registrations, formation of joint ventures and drafting various management, coinsurance and marketing agreements. General corporate matters include documenting corporate action and drafting consulting, marketing and service agreements.

Major Projects: Formation of foreign subsidiaries in Ukraine, Taiwan, and Indonesia. Also had a lead role in the acquisition of a private mortgage insurance company and reactivation of licenses in 35 states.

Practiced in areas of general corporate, real estate, and intellectual property. General corporate practice included formation of new corporations, private placement transactions, and acquisitions of existing entities through stock or asset purchase transactions. Real estate practice focused on residential real estate and commercial lease transactions. Intellectual property practice limited to trademark and copyright protection.

Major Projects: Significant work on private placement for franchise car wash business and acquisition of \$2.3 million dollar a year business by group of employees.

PROFESSIONAL AND COMMUNITY SERVICE

State Bar of Wisconsin:

State Bar Delegate to the ABA House of Delegate 2008-2010;
Past President, 2005-2006; President, 2004-05; President-elect, 2003-04;
Member, Board of Governors, 1994-1997 and 2001-2006;
Chair of the Board of Governors, State Bar of Wisconsin, 2001-2002;
Member, Executive Committee, 1997 and 2001-2006;
Treasurer, 1995-1997;
Finance Committee, 1995-1997 and 2001-2006;
Young Lawyers Division Board of Directors, 1992-1997;
Diversity Outreach Committee Chair, 1994-1999;
Board of the Law Practice Section, 1998-2000;
Strategic Planning Committee Chair, 2005-2007
Wisconsin Law Foundation, Life Fellow

American Bar Association:

Chair, Commission on Racial and Ethnic Diversity in the Profession, 2020-;
Member, Diversity and Inclusion Center, 2020-
Chair, CLE Implementation Committee, 2022-
Treasurer, 2017-2020; Treasurer-elect, 2016-17;
Wisconsin State Delegate, 2013-2016;
Chair, Fund for Justice and Education, 2015-16, member 2013-2016;
Chair, Investments Subcommittee, 2015-16, member 2014-2020;
Chair, Resolution Impact Review Committee 2014-2016;
Chair, Conference of State Delegates 2014-2016;
Member, Governance Commission 2014-2016;
Member, Board of Governors, 2010-2013 and 2016-2020, Chair of the ABA Operations and Communications Committee of the Board of Governors 2011-12;
Audit Committee member, 2012-2013 and 2016-2020;
Member, Standing Committee on Membership, 2009-2010 and 2013-2015;
Chair, Standing Committee on Bar Activities and Services, 2006-2009, committee member 2005-2009;
Member, Pricing Strategy Advisory Group, 2006-2008 and 2013;
Member, ABA Young Lawyers Division Affiliate Outreach Program (ABA AOP) Committee, 1991-92
American Bar Foundation, Life Fellow

American Bar Endowment: Board member, 2020-, Chair, Finance Committee 2022-; Board member -ex officio 2017-2020.

Other Professional Service:

President, International Women's Forum-Wisconsin, 2016-2018;
Wisconsin Federal Nominating Commission, 2009-2010 and Co-Chair, 2013-2017;
Senator Herb Kohl Task Force for Supreme Court Nomination Review 2005-2006 and 2009-2011;
University of Wisconsin Law School Board of Visitors, 2005-present;
Wisconsin Governor's Judicial Selection Committee, 2003-2010;
Wisconsin Supreme Court Appointment Selection Committee, 2000-2003;
Office of Lawyer Regulation, District 9 Committee, 1994-2002;
Equal Justice Coalition, Treasurer, 1997-1998.

Non-profit Boards/Community Service:

Wisconsin Foundation and Alumni Association, Board of Directors, 2020-;
University of Wisconsin Law School Dean Search Committee 2019-2020;
SSM Healthcare of Wisconsin, Inc, Board of Directors 2009-2016;
Madison Development Corporation Board of Directors, 2009-2013;
Madison Cultural Arts District Board of Directors 2008-2009;
Greater Madison Chamber of Commerce, Board of Directors, 2006-2010;
Edgewood High School Board of Trustees, 2002-2008; Secretary, 2005-2008; Chair, Edgewood High School Business and Finance Committee, 2004-05;
St. Marys Hospital Foundation, 2002-2003 and 2006-2009;
Rotary International, Madison Breakfast Rotary Chapter, 1998-2007;
YWCA Women of Distinction Selection Committee, 2005;
Catholic Charities, Board of Directors, 1996-1999;
Blessed Sacrament Church Pastoral Council, 1995-1998;
Greater Madison Housing Foundation, Board of Directors, 1990-1995, President 1993-1995.

Corporate Board Service:

Capitol Bankshares Inc./Capitol Bank, 2020-;
Dean Health Insurance, Inc., 2009-2016;
Navitus Health Solutions, LLC., 2011-2014;
Wisconsin Lawyer's Mutual Insurance Company, 2005-2006

Professional Memberships: American Bar Association, State Bar of Wisconsin, Dane County Bar Association, Wisconsin Association of African-American Lawyers, American College of Real Estate Lawyers, American Law Institute, and International Women's Forum-Wisconsin.

PROFESSIONAL SPEAKING/TEACHING

State Bar

- Commercial Real Estate Seminar, State Bar CLE Seminars, June 2008
- Basic Residential Real Estate Transactions, State Bar CLE Seminars, April 2005
- Anatomy of a Real Estate Transaction, State Bar CLE Seminar, February 2007
- Annual Real Estate Update, State Bar CLE Seminar, October 2003, October 2007, October 2012, October 2021

- Advising the Small Business in Wisconsin, State Bar CLE Seminar, September 2000
- Residential Real Estate Conveyancing, State Bar CLE Seminar, May 2000
- Build Your Practice: Real Estate Transactions, State Bar CLE Seminar, April 1999, 2001, 2003 and 2005
- Doing the Deal, State Bar CLE Seminar, August 1998
- Young Lawyers Division Bridge the Gap CLE Seminar, 1993, 1994
- Basic Contract Law in Wisconsin, State Bar CLE Seminar, March 1993.

University of Wisconsin Law School

- Introduction to Estate Planning, LAW 957, U.W. Law School, Spring 2010, 2011, 2012, Fall 2012, 2014
- Lawyers as Community Leaders LAW 950, U.W. Law School, Fall, 2010
- General Practice Skills Course-Advising the Business Client, U.W. Law School, 1995, 1997, 1998, 1999, 2000, 2003, 2005, 2006, 2009, 2015
- General Practice Skills Course-Real Estate, U.W. Law School, 2002, 2007, 2011, 2012
- Business Organizations I, U.W. Law School, Fall 1998

Community Presentations

- YWCA -YWomen Lead Empowerment Series-Speaker for Negotiation Segment 2016
- General Real Estate Agent Assembly-First Weber Realty, 2002, 2005

HONORS AND AWARDS

- Charles L. Goldberg Distinguished Service Award, Wisconsin Law Foundation, 2022
- Leonard L. Loeb Award, State Bar of Wisconsin, Senior Lawyers Division, 2021
- Election to the American Law Institute, 2017
- Election to the American College of Real Estate Lawyers, 2005
- Wisconsin Law Journal Leaders in the Law, 2005
- *Best Lawyers in America*, 2004-present
- Selected 2015 Real Estate Lawyer of the Year-Wisconsin, *Best Lawyers*
- *Wisconsin Super Lawyers*-Business Lawyer, 2005-present
- YWCA Women of Distinction, 2004
- University of Wisconsin Law School, LEO Alumnus Award, 2004
- Wisconsin Association of African-American Lawyers, Outstanding Leadership, 2004