



## John J. Paschetto

PARTNER

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When lawyers from outside Delaware confront the arcane and sometimes confusing aspects of Delaware entity law, they engage John Paschetto to bring a welcome clarity to its interpretation. John plays an instrumental role in helping co-counsel in the design, drafting, and execution of a wide range of governance agreements for corporations, limited liability companies, and most other alternative entities subject to Delaware law.

John frequently advises these outside lawyers in governance issues in the context of significant changes to a business entity. In mergers, conversions, major investments, sales of assets — or in the cleanup leading to a major transaction — he helps their directors, officers, and management define and fulfill their fiduciary responsibilities.

Two unusual aspects of John's background have had an outsized effect on his career. First, he is a former litigator, which gives him a particularly good feel for how the components of a transaction are likely to play out in court. Second, he served for 10 years on the committee of the Delaware Bar Association charged with proposing amendments to the various alternative entity laws, giving him valuable insights into what those amendments mean and how they came about. Taken together, these two rare assets have, on many occasions, helped his clients address and thereby mitigate the various risks and exposures they might encounter in carrying out their transactions.

### **FOCUS:**

- Governance issues faced by Delaware corporations, limited liability companies, and limited partnerships.

### **APPOINTMENTS AND PUBLICATIONS:**

- Served on the committee of the Delaware State Bar Association responsible for proposing amendments to the Delaware Revised Uniform Limited Partnership Act, the Delaware Revised Uniform Partnership Act, and the Delaware Limited Liability Company Act
- Contributed to several books on corporate takeovers and the limitation of director liability.
- Editor of Young Conaway's *Delaware Transactional & Corporate Law Update*.

## **Practices**

- Business Transactions
- Entity Formation and Governance
- Mergers and Acquisitions

## **Education**

- Harvard Law School (J.D., *cum laude*)
- University of Delaware (M.A.)
- Rutgers University (B.A., *summa cum laude*)

## **Bar Admissions**

- Delaware

## **Court Admissions**

- U.S. District Court for the District of Delaware

## **Memberships and Affiliations**

- Delaware State Bar Association, Member, 1998-present
- American Bar Association, Member, 1995-present
- Harvard Law School Assoc. of Delaware, Treasurer, 2000-present