

# John D. Osgathorpe

## SHAREHOLDER



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### Education

- Indiana University School of Law, J.D.
  - Indiana International & Comparative Law Review, Associate Editor
- Temple University Law – Tokyo
- East China University of Political Science and Law, Certificate in Chinese Legal Studies
- Indiana University, B.A.
- Vincennes University, A.S.

### Honors & Awards

- Recognized for inclusion in *The Best Lawyers in America*, 2021, 2022
- Martindale-Hubbell, AV-Rated\*
- Named one of North Florida's Top Lawyers by 904 Magazine, 2011, 2012
- Named among Florida "Legal Elites" by Florida Trend Magazine, 2012 – 2016

### Experience

A shareholder with Taylor Day, John currently serves as our president and managing partner. In his business litigation and complex torts practice he protects the interests of companies, management teams, business owners, and stakeholders in a diverse array of commercial and torts disputes. He litigates in State and Federal Court, as well as before arbitrators, in Florida.

The depth and breadth of John's litigation practice includes most types of business and commercial disputes ranging from breach of contract claims, shareholder disputes, corporate governance disputes, and UCC matters while his torts practice ranges from products defects cases, truck and auto accidents, defamation, and premises liability. He also handles dispute regarding real estate and title insurance along with construction defects litigation.

Additionally, John is currently Chair for ALFA International's Business Litigation Seminar set for August 18-21, 2021 and is an active member of ALFA's Complex Torts & Products Liability Steering Committee. He has presented at several ALFA International Client Seminars and Business Litigation Seminars, previously served on ALFA's Board of Directors and as its Treasurer, and is one of Taylor Day's contact partners for ALFA International.

### Practice Areas

- Business & Commercial
- Construction
- Real Property & Title Insurance
- Casualty & Tort

### Admitted to Practice

- Florida
- Illinois (inactive)
- U.S. District Court, Middle District of Florida
- U.S. Court of Appeals, Eleventh Circuit
- U.S. District Court, Northern District of Florida

### Professional Affiliations

- Florida Bar Association
- Member, Dean's Council, University of North Florida, Division of Continuing Education, February 2011 – December 2014.

### ALFA International

- **Member, Board of Directors** (Oct., 2016 – Oct., 2019)
- **Treasurer & Executive Committee**, (Oct., 2017 – Oct., 2019)
- **Member, Business Litigation Practice Group**, ALFA International, Chicago, Illinois, November 2016 – Present
- **Program Chair**, 2021 Business Litigation. Seminar, "The World Turns & Business Litigation Marches On", Business Litigation Practice Group, ALFA International, Chicago, The Broadmoor Hotel, Colorado Springs, Colorado, scheduled for August 18-21, 2021



**Professional Affiliations (cont.)**

- **Member**, 2019 Seminar Planning Committee, Business Litigation Practice Group, ALFA International, Chicago, Illinois, January 2018 - September 2019.
- **Member**, Strategic Planning Committee, Business Litigation Practice Group, ALFA International, Chicago, Illinois, November 2017 – Present.
- **Member**, Steering Committee, Business Litigation Practice Group, ALFA International, Chicago, Illinois, April 2016 – Present.
- **Chairman**, Business to Business Subcommittee, Business Litigation Practice Group, ALFA International, Chicago, Illinois, October 2017 - October 2019.
  - Organized Webinar and selected expert panelists for ALFA Webinar "The EU General Data Protection Regulation (GDPR): What It Means for US Businesses."
- **Chairman**, Marketing Committee, ALFA International, Chicago, Illinois, January 2012 - December 2013.

**Publications**

- *Seminar Course Book Editor, Successful Trekking Along The Precipice, Protecting Your Business Before During And After "Bet The Company" Litigation*, ALFA Business Litigation Practice Group Seminar, 2017.
- *Ladders Or Ledges? The Roles Of Insurers and Insured In Business Litigation*, for Seminar Course Book, for ALFA Business Litigation Practice Group Seminar 2017.
- Contributor for Florida, ALFA International Compendia for Products Liability, Transportation, and Hospitality.
- "A Critical Survey of The People's Republic of China New Company Law," 6 Ind. Int. & Com. Law Review, 2, Spring, 1996.

**Speaking Engagements**

- **Scheduled Speaker**, Best Legal and Business Practices For New Product Ventures, It's A Brave New World, **October 6-8, 2021**, at ALFA International's Products Liability and Complex Torts Practice Group Seminar, The Fairmont Grand Del Mar, San Diego, California.
- **Scheduled Speaker**, *Hot Topics In Business Litigation (Speed Rounds), The World Turns & Business Litigation Marches On*, **August 18-21, 2021**, at ALFA International's Business Litigation Practice Group Seminar, The Broadmoor Hotel, Colorado Springs, Colorado.
- **Speaker**, *Managing Partner Initiative: Managing Law Firms Through COVID-19*, **October 22, 2020**, at ALFA International's Annual Business Meeting (via Zoom due to COVID-19), attendance approximately 200 individuals. Addressed financial benefits to ALFA members of the Managing Partners' group in addressing the Payroll Protection Program and personal restrictions arising from COVID-19.
- **Speaker**, *Sharpening the Axe: Forging the Tools Needed to Optimize Your Response to the COVID-19 Disruptions (Webinar)*, **April 14, 2020**, part of ALFA International's COVID-19 webinar series, attendance 66, Addressed force majeure, impossibility, supervening impossibility, impracticability, commercial frustration, and related business interruption insurance issues.
- **Speaker**, *Seeing Clearly: Pay Transparency and Closing the Gender Pay Gap*, **March 12, 2020 - March 14, 2020**, at ALFA International's International Client Seminar 2020, J.W. Marriott, Marco Island, Miami, attendance approximately 90 individuals. Addressed legal and social means of addressing pay transparency and inequality for women worldwide with focus on the U.S., the U.K., the E.U., and South America by using women's soccer as case study.
- **Speaker**, *Let's Make a Deal*, **February 28, 2019 - March 2, 2019**, at ALFA International Client Seminar 2019, Ritz Carlton, Dana Point, California, attendance 180 individuals. Addressed discrete issues in private mergers and acquisition from the competing perspectives of corporate transactional attorneys compared to litigation counsel.
- **Moderator & Speaker**, *Beyond the Ropes Course: Fostering (Truly) Collaborative Relationships in a Competitive Market*, at ALFA International International Client Seminar 2018 addressing "Leaving It Better Than You Found It, How We Can Lead, Inspire And Improve In Business And Law", **March 1 - 4, 2018**, Fairmont Scottsdale Princess, Scottsdale, Arizona. Attendance 261 individuals.

**Speaking Engagements (cont.)**

- **Speaker**, *Ladders Or Ledges? The Roles Of Insurers and Insured In Business Litigation*, at ALFA Business Litigation Practice Group Seminar addressing "Successful Trekking Along The Precipice, Protecting Your Business Before During And After "Bet The Company" Litigation", Chicago, Illinois, **September 14-15, 2017**, London House, Chicago, Illinois. Attendance 102 individuals.
  - **Seminar Course Book Editor**, "*Successful Trekking Along The Precipice, Protecting Your Business Before During And After "Bet The Company" Litigation*", ALFA Business Litigation Practice Group **Seminar, 2017**.
- **Contributor/Author** for Florida, ALFA International's various Compendium for Business Law, Transportation Law, Products Liability Law, and Hospitality Law.
- **Moderator**, *Managing the Scene: The Various Players Orchestrating the Accident Scene*, Georgia Motor Trucking Association Seminar, Sea Island, GA, **September 2015**.
- **Panel Speaker**, *Pre-trial Issues: From Prepping for Depositions to Limiting Evidence at Trial*, Georgia Motor Trucking Association Seminar, Sea Island, GA **September 2015**.
- **Webinar Speaker**, *Avoiding Litigation and What It Means When You Can't*, Florida's 8(a) Alliance, **October 2012**.
- **Panel Speaker**, *Social Networking*, ALFA International, Annual Business Meeting, Chicago, **October 2009**.

**Representative Experience**

- Defended and pursued counterclaims and third-party claims on behalf of international environmental biotechnology company specializing in reduction of waste created in the food, retail, entertainment, and leisure industries in breach of contract, usurping corporate opportunities, and theft of confidential business information valued as several million dollars as well as coordinated with counsel in the United Kingdom on related litigation proceedings.
- Represented government contracting company in claims for joint-venture partner's theft of confidential business information and trade secrets resulting in loss of \$2.6 million in government contracts plus estimated \$45 million in lost business opportunities.
- Defended leading manufacturer of medical device fiber optics from competitor's claims in excess of \$3 million under Florida's Uniform Trade Secrets Act.
- Represented nationwide consumable products supplier in claims against of refrigeration system and service providers arising from refrigerated tractor-trailer fire which destroyed tractor-trailer and trailer's contents.
- Defended international manufacturer of exercise equipment in claims for manufacturing defects causing Plaintiff severe permanent facial injuries.
- Defended NYSE listed nationwide retailer of auto-parts in force majeure disputes with conference center, hotel, and vendor arising from COVID-19 regarding cancelled annual company wide sales meeting.
- Defended natural slate roofing materials supplier in breach of warranty claims after obtaining reversal of Plaintiff's two-year-old \$250,000 final judgment.
- Drafted all customers service agreements, warranty agreements, and repair agreements for southeast regional pest control company.
- Represented nationwide food service logistics and trucking company in claims against maintenance company for \$3.4 million arising from ammonia spill destroying client's customers' products and additional service and maintenance failures in commercial refrigeration system.
- Defended international crisis management and travel risk insurance company against claim for Defense Base Act benefits arising from performance of contract in Ukraine.
- Defended three former Board members against adversary proceeding alleging breach of fiduciary duty claims brought by Trustee of bankrupt publicly traded company seeking \$60 million in damages.
- Represented Plaintiff multinational corporation in winding up cargo airline business venture and lawsuit on personal guaranty for \$10 million as well as defended corporation in subsequent companion lawsuit.

***Representative Experience (Cont.)***

- Defended India based IT limited liability company against \$1.75 million claims for breach of contract, fraud, aiding-and-abetting fraud, and aiding-and-abetting breach of fiduciary duty by NASDAQ listed corporation and limited liability company subsidiary as well as asserted counterclaim for \$250,000.
- Represented Plaintiff business owners and related closely held companies in claims against its U.S. agent for self-dealing, fraud, Florida Deceptive and Unfair Trade Practice Act, and contractual claims arising from embezzlement of \$1.1 million.
- Represented Plaintiff business owner in claims for breach of partnership agreement, fraud, and accounting regarding Canadian client's investment in Florida multi-family residential complex.
- Represented Plaintiff business owner in injunction action against commercial landlord to force lease assignment to purchaser of lessor's business.
- Represented Plaintiff company as seller in claims against purchaser of high-rise office tower resulting in recovery of \$3.5 million in government incentives as well as escrowed funds.
- Defended private lending consortium against claims of fraud, conspiracy, and violation of joint venture and successfully prosecuted counterclaim resulting in summary judgment for \$22 million plus, arising from \$14 million loan for property development.
- Defended structural steel manufacturing and engineering sub-contractor against claims in a \$39.8 million constructions defects lawsuit, as well as oversight of 19 associated personal injury lawsuits and a wrongful death lawsuit pending in separate jurisdictions arising from parking garage collapse and structural defects in associated high-rise condominium tower.
- Assumed defense of insurer in civil contempt claims for \$47 million arising from breach of multiple Federal Court civil contempt orders in Longshoreman's Act in case actively litigated since 1982.
- Defended general contractor in \$40 million construction defects lawsuit involving 58 parties (which presiding Judge identified in her application to become a Federal Judge as her most significant case).
- Defended Class 1 transportation company in multi-million arbitration and related federal lawsuit regarding dispute with Florida transportation company arising from multiple contracts developed over 15 years plus business relationship.
- Defended founder and CEO of international technology company in dispute with Board, lenders, and certain other shareholders against of claims embezzlement, self-dealing, and breach of contract.
- Defended successful serial entrepreneur and management entity against statutory, contract, and self-dealing claims as well as an attempted receivership arising from high-rise real estate as well as prosecution of counterclaim for mandatory injunction.
- Defended 50% owner of technology business following accusations of embezzlement and self-dealing by other owner.
- Represented Plaintiff company in locomotive leasing company's claims against New York waste management companies for failure to fulfill contract terms and payment obligations.
- Defended local electric utilities against various serious injury and wrongful death lawsuits.
- Defended technology services company and its president against breach of contract, international misrepresentation, and fraud claims arising from merger and subsequent divestiture of another company.
- Represented Plaintiff company in failure to fulfill lease requirements and for lost profits in UCC based claims against NYSE listed company and its subsidiary.
- Defended numerous property development entities and personal guarantors in lawsuits instituted by commercial lending institutions.
- Defended and supervised defense of well over a 150 premises liability claims including slip/trip-and-fall, negligent retention and hiring, defective merchandise, products liability, falling merchandise, defamation, negligent security, and Florida Deceptive and Unfair Trade Practice Act claims.