



Ira C. Gubernick

Co-Chair, Corporate Practice Group

Philadelphia

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Practice Areas

- Mergers & Acquisitions
- Private Equity
- Corporate
- Emerging Business & Venture Capital

Industry Sectors

- Health Care & Life Sciences
- Venture Capital
- Gaming
- Hospitality

Education

- New York University School of Law, J.D., 1989
- The George Washington University, B.Acy., with high distinction, 1986

Bar Admissions

- Pennsylvania

Affiliations

- Co-Vice Chairman, IMPACT 2014 Capital Conference; Co-Chairman, IMPACT 2015 Capital Conference
- Executive Board of the Corporate Partners Program, Philadelphia Art Museum, 2013 - 2020
- Executive Council, The George Washington University Luther Rice Society
- Executive Leadership Team, American Heart Association's 2014 Heart Ball
- Active Participant, Juvenile Diabetes Research Foundation
- Leadership Advisory Council, The George Washington University

Awards & Honors

- IFLR 1000, Highly Regarded, 2019
- *Philadelphia Business Journal* Best of the Bar 2017

Ira has more than 24 years of experience representing clients in all aspects of transactional matters, including mergers and acquisitions, restructurings, joint ventures, and general corporate and board of director counseling. He has extensive boardroom experience and advises clients on strategic transactions, corporate governance, and board advisory matters. He is known for his problem-solving abilities, judgment, and drive to achieve positive results for his clients. He represents public companies, private companies, and entrepreneurs during all points of a company's life cycle. His practice encompasses a multitude of diverse industries. He has counseled corporate boards and executives at a senior level dating back to the early 1990s.

Ira started his career in 1989 as an associate at an international law firm. In 1993, he joined Genesis Health Ventures, Inc., a New York Stock Exchange (NYSE) listed, health care company headquartered in Kennett Square, Pa. At Genesis, Ira served as a senior executive in the positions of vice president – office of the chairman, corporate general counsel, and corporate secretary. Ira was involved in all aspects of the company's board of director's activities, strategic corporate transactions, and public company representation. Ira oversaw the company's securities filings and signed the company's proxy statements. During his tenure, Ira was involved in more than a billion dollars of mergers and acquisitions and joint ventures assisting in the company's growth from \$200 million to more than \$2.5 billion in annual revenues and 1,200 to 45,000 employees. Ira was also principally involved in the initial public offering of ElderTrust, an NYSE listed health care REIT, and its subsequent sale to Ventas, Inc., a leading health care REIT.

In 2000, Ira left Genesis to join supplyFORCE.com, a highly regarded technology startup company specializing in streamlining the supply chain for indirect materials (MRO) to Fortune 500 companies. At supplyFORCE, he served as a senior executive in the positions of senior vice president and general counsel. While supplyFORCE raised \$87 million in private equity financings, he was instrumental in the company's second round of \$52 million in private equity raise, which included investments from APAX Partners (then known as Patricof & Co.) and Comcast Interactive Capital. In 2004, Ira returned to private practice, and in 2013 joined Cozen O'Connor's Corporate Practice Group.

Ira received his J.D. from New York University School of Law in 1989. He earned his bachelor's degree in accounting, with distinction, from The George Washington University in 1986. He is a member of the accounting academic society, Beta Alpha Psi; the business academic society, Beta Gamma Sigma; and the leadership honor society, Omicron Delta Kappa. He served as president of The George Washington University Student Government and was the first-ever recipient of the Distinguished Scholar Award from the University's School of Government and Business Administration. He is a former alumni trustee of The George Washington University.

Experience

Served as special internet gaming counsel for the first Multistate Internet Gaming Agreement.

Represented ElderTrust (NYSE) in its approximately \$200 million sale to Ventas, Inc. (NYSE).

Represented Lubert-Adler, partnering with Cerberus Capital Management, L.P. and Sun Capital, in its

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\$1.6 billion cash acquisition of Mervyn's department stores (then a subsidiary of Target).

Represented ElderTrust in its \$200 million initial public offering (NYSE).

Represented Genesis Health Ventures, Inc. (NYSE) in its: \$1.4 billion cash acquisition of the Multicare Companies, Inc. (NYSE), \$590 million acquisition of Vitalink Pharmacy Services, Inc., \$250 million acquisition of Meridian Healthcare, Inc. (private company), \$235 million acquisition of Geriatric & Medical Companies (NYSE), \$65 million acquisition of National Health Care Affiliates, Inc. (private company), \$60 million acquisition of Neighborcare Professional Pharmacies (private company), and \$60 million acquisition of McKerley Health Care Centers, Inc. (private company).

Represented the Vetri Family of Restaurants in connection with its sale to Urban Outfitters Inc. (URBN).

Represented one of the country's largest post-acute care providers in connection with the \$84 million sale of its hospice and home health subsidiaries to a nationwide network of community-based hospice and palliative care programs.

Represented Wayne, Pa.-based Evolve IP, The Cloud Services CompanyTM, in connection with the sale of a majority stake in the company to Boston-based private equity firm, Great Hill Partners.

Represented NewSpring Capital in connection with a \$100 million investment in SnagAJob.com, Inc., which is the country's largest marketplace for hourly job seekers and employers. This was the inaugural investment for NewSpring Capital's dedicated growth and expansion stage fund, NewSpring Growth Capital, and included co-investors Invus Group and Rho Acceleration.

Represented the seller of a portfolio of five properties, located in two states, including an office building, two office parks, and two multifamily properties, with a total value in excess of \$75 million.

Represented WWSC Holdings, LLC, one of the largest structural steel fabrication and erection companies in North America, in connection with the acquisition by Alleghany Capital Corporation of a majority interest in the company.

Represented Evolve IP, LLC, a Pennsylvania-based cloud computing company, in its acquisition of an Arizona-based cloud services provider.

Represented a Pennsylvania-based cloud computing company in its acquisition of a proprietary, cloud-hosted contact center product line with operations in the United States and Israel.

Represented the seller in the sale of 80 percent of a family business in the luxury retail industry.

Represented Evolve IP, LLC, a Pennsylvania-based cloud computing company, in connection with its purchase of Xtium, Inc., which provides disaster recovery, Desktop as a Service (DaaS), managed cloud hosting, and managed online backup services.

Represented EvolveIP, LLC, a Pennsylvania-based cloud computing company, in its acquisition of Mtel B.V. and Mtel GmbH, cloud communications services providers of contact centers, IP phone systems, and business collaboration tools based in the Netherlands and Germany.

Represented NewSpring Growth Capital in connection with its \$25 million equity investment in digital technology innovator Intersection Holdings, LLC as part of a \$150 million funding round.

Represented NewSpring Growth Capital in connection with its minority investment in Vacasa, LLC, one of the largest full-service vacation rental companies in the United States, as part of a \$103.5 million Series B financing round.

Represented Evolve IP, LLC, a Pennsylvania-based cloud computing company, in its purchase of 100

percent of the equity of The Voice Factory, Ltd., a UK-based cloud communications provider. The transaction drew on the experience of the firm's corporate, tax, litigation, and intellectual property attorneys.

Represented Valley Forge Convention Center Partners, LP in its \$280 million sale of Pennsylvania-based Valley Forge Casino Resort to Boyd Gaming Corporation, an American gaming and hospitality company. This transaction drew on the experience of Cozen O'Connor's corporate, tax, real estate, litigation, and utility, environmental, and energy attorneys.

Represented Evolve IP, LLC, a Pennsylvania-based cloud computing company, in its purchase of the assets of Advanced Integrated Technologies, Inc., a cloud communications provider based in Minneapolis.

Represented Vetri Management Corp. in connection with its management agreement with Palms Casino Resort for the opening of Vetri Cucina in Las Vegas.

Represented Genesis HealthCare Corporation, a provider of short-term post-acute, rehabilitation, skilled nursing, and long-term care services, in the sale of its assets and the transfer of operations of 15 skilled nursing health care facilities in Texas to Regency REIT, LLC, a New York City-based real estate investment trust, and its affiliated health care operator, Regency Integrated Health Services, LLC.

Represented Petplan, a leading and fast-growing pet health insurance provider in North America, in its acquisition by global private equity firm Warburg Pincus.

Represented Nyx Partners, a New York-based investment company focused on investing in small businesses, in its acquisition of substantially all of the assets and all cemetery properties of the 10 facilities comprising "Savannah Family of Funeral Homes" and "Savannah Family Cemeteries" located in Savannah, Ga., and the one facility known as "Kurzawa Funeral Home" located in South Amboy, NJ.

Represented one of the nation's largest providers of post-acute care services in connection with a strategic joint venture that purchased from REIT landlords the real estate and buildings of 18 skilled nursing facilities that are leased by the client. The transaction also involved the sale of eight skilled nursing facilities by the client to third parties. The transaction drew on the experience of the firm's corporate, tax, real estate, and health care attorneys.