

JOSEPH L. CAVERLY

Senior Counsel

New Orleans

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OVERVIEW

For more than 35 years, Joe Caverly has practiced corporate and business law, securities, as well as mergers and acquisitions for an array of clients ranging from transportation, technology, chemical, and oil and gas companies. He has also represented numerous health care providers in both acquisitions and sales of businesses, including hospitals, home health agencies, physician practice groups and a regional emergency medical service company.

REPRESENTATIVE MATTERS

- Represented Quality Distribution, Inc. in its acquisition of 100% of the outstanding shares of stock of Boasso America Corporation, an intermodal service company providing tank container cleaning, heating, testing, maintenance, storage and transportation services along with associated equipment sales for the trucking, rail, and maritime shipping industries.
- Represented a leading New Jersey-based manufacturer and distributor of industrial rubber products and related companies located in Canada, Mexico, Brazil and China, in a sale of 100% of the equity of the companies to a strategic purchaser based in Europe.
- Represented Advanced Metering Data Systems, L.L.C., a technology company providing fixed-based, wireless automatic meter reading technology and services for electric, gas and water utilities, including formation of the company, venture capital financing, FCC license acquisition, AMR licensing and service agreements, and the sale of substantially all of its assets to Sensus Metering Systems, Inc.
- Represented Gerhardt Holding Company and its operating subsidiaries in a sale of substantially all of their assets to CISERV USA, Inc., a subsidiary of Wäertsilä Corporation. Gerhardt, with facilities in Texas, Louisiana, Delaware and California, was a leading provider of services and components for industrial engines and turbines, including fuel injection systems, industrial ignition systems, and control systems for various industries, including pipeline companies, refineries, chemical plants, and utilities.
- Represented U.S. subsidiary of Swiss multi-national chemicals company in its acquisition of 100% of the outstanding shares of stock of a Louisiana-based specialty chemicals company producing chemicals for the petroleum exploration and production industry, and in the purchase of related assets, including real estate and manufacturing facilities from a related entity.
- Represented the sellers of all of the voting stock of three related corporations operating a dock, terminal, and chemical storage facility on the Mississippi River.
- Represented the seller of substantially all of the assets of a Mississippi fixed base operator. The FBO's operations included providing aircraft hangar facilities, fuel and oil dispensing, aircraft supplies and other traditional FBO services.

PRACTICE AREAS

Corporate and Business Law

Securities

Mergers and Acquisitions

BAR ADMISSIONS

Louisiana

EDUCATION

Tulane University Law School, J.D.,
magna cum laude, 1985

- Order of the Coif
- Member, *Tulane Law Review*, 1983-84
- Editor, *Tulane Law Review*, 1984-85

University of Notre Dame,
undergraduate and advanced degrees,
with high honors, 1978

London School of Economics and
Political Science, London, England,
1980

University of Oxford, 1982

Centre International d'Études
Françaises, l'Université Catholique de
l'Ouest, Angers, France, 1975-76

- Represented privately-held regional HVAC distribution company in sale of business to manufacturer.
- Represented various banks and bank holding companies in bank merger transactions, including drafting and negotiation of plans of merger, proxy statements and related documentation in stock-for-stock and all-cash transactions.
- Represented the holder of a majority of the outstanding voting stock of publicly-traded oil & gas service company in privately negotiated sale of stock.
- Represented numerous health care providers in both acquisitions and sales of businesses, including hospitals, home health agencies, physician practice groups, and a regional emergency medical service company.
- Represented U.S. subsidiary of a Japanese multinational in its acquisition of substantially all the assets of a privately held Louisiana distribution company.
- Represented gas distribution company in its acquisition of 100% of the outstanding stock of a privately held gas distribution company.

PROFESSIONAL AND CIVIC ACTIVITIES

- American Bar Association member.
- Louisiana State Bar Association member.
- Joe is a member of the French-American Chamber of Commerce and fluent in French.

HONORS & AWARDS

- *Best Lawyers in America* 2005 – 2023.
 - "Lawyer of the Year" New Orleans for Mergers and Acquisitions Law 2011, 2015, 2018, and 2021.
 - "Lawyer of the Year" New Orleans for Venture Capital Law 2012, 2016, 2019, and 2022.
 - "Lawyer of the Year" New Orleans for Corporate Law 2014.
- Chambers and Partners 2003 – 2021.
- *Louisiana Super Lawyers* 2012 – 2020.
- *New Orleans Magazine* "Top Lawyer" 2012 – 2022.