



Debra Steiner Friedman

Member

Philadelphia

dfriedman@cozen.com | (215) 665-3719

Debra focuses her counseling and litigation practice on compliance with federal and state employment laws and regulations; corporate reorganizations; diversity, equity, and inclusion strategies; affirmative action issues; executive mobility; and employment aspects of corporate transactions.

Debra provides legal and business solutions to a myriad of human resource issues. She also regularly drafts complex corporate policies and contracts for her clients and advises them on best practices.

Debra advises federal contractors how to comply with the Office of Federal Contract Compliance Programs (OFCCP) laws and regulations and defends federal contractors in OFCCP audits.

Debra works closely with corporate counsel on the employment aspects of due diligence for complex transactions. She also negotiates and drafts employment and separation agreements for executives and companies in connection with such transactions. Additionally, Debra reviews and drafts detailed commission and other incentive compensation plans for executives.

Debra has successfully represented and defended many clients in noncompete, business tort, and discrimination lawsuits. She regularly defends clients before federal and state fair employment practice agencies. Debra also counsels clients on how to address requests for workplace accommodations and, for places of public accommodation, requests for modifications to services and programs. She defends clients on a variety of disability accommodation issues before civil rights agencies and in courts.

Debra has published numerous articles on a variety of employment topics and has been interviewed and quoted by many media outlets. She lectures human resource professionals and management personnel on workplace issues such as anti-harassment programs, employee evaluation and discipline issues, and leaves of absence. Debra also is a Chapter Editor for the ABA's Family and Medical Leave Act treatise (Second Edition), and a Senior Reviewer for the ABA's Employment Discrimination Law Treatise, National Origin and Citizenship Chapter (Seventh Edition).

Debra is the past Chair and past member of the Board of Directors for the Philadelphia Youth Network, a youth workforce development organization, and past secretary of the board of the directors for the Valley Forge Chapter of the National Charity League, Inc., a philanthropic organization committed to fostering mother-daughter relationships through community service, leadership development, and cultural experiences. Debra earned her Bachelor of Arts, *magna cum laude*, at the University of Pennsylvania in 1989 and her law degree from the University of Pennsylvania Law School in 1992.

Experience

Represented SourcEdge Solutions, a national technology solutions provider of claims systems modernization services, in its sale to private equity-backed Alivia Analytics, a leading AI-based healthcare payment integrity platform for fraud, waste, and abuse. This transaction drew on the experience of the firm's corporate, tax, labor and employment, employee benefits and executive compensation, intellectual property, health law, and technology, privacy and data security attorneys.

Represented a financial sponsor in its platform acquisition of a meal delivery company providing meals to Medicare waiver recipients and other eligible populations. This transaction drew on the experience of the firm's corporate, tax, real estate, labor and employment, employee benefits and executive

Practice Areas

- DEI Strategies & Solutions
- Labor & Employment
- Environmental, Social & Governance
- Family Office

Industry Sectors

- Gaming
- Retail

Education

- University of Pennsylvania Law School, J.D., 1992
- University of Pennsylvania, B.A., *magna cum laude*, 1989

Bar Admissions

- New Jersey
- New York
- Pennsylvania

Court Admissions

- New York Court of Appeals
- Pennsylvania Supreme Court
- Supreme Court of New Jersey
- U.S. Court of Appeals for the Second Circuit
- U.S. Court of Appeals for the Third Circuit
- U.S. District Court -- Eastern District of New York
- U.S. District Court -- Eastern District of Pennsylvania
- U.S. District Court -- Middle District of Pennsylvania
- U.S. District Court -- New Jersey
- U.S. District Court -- Northern District of New York
- U.S. District Court -- Southern District of New York

Affiliations

- American Bar Association
- New Jersey State Bar Association
- New York State Bar Association
- Pennsylvania Bar Association
- Past Board Chair for The Philadelphia Youth Network

Awards & Honors

- Pennsylvania Labor Power 100, 2022 and 2023
- Thomson Reuters Stand-out Lawyers, 2023 and 2024

Debra Steiner Friedman

dfriedman@cozen.com

P: (215) 665-3719 | F: (215) 701-2419

P: (212) 883-4900 | F: (212) 986-0604

©2024 Cozen O'Connor. All rights reserved.



compensation, and technology, privacy and data security attorneys.

Represented private equity-backed PES Benefits, a solutions provider to the employee benefits technology, administration, education, and virtual care industries in its acquisition of nRoll Tech, a national benefits technology company. This transaction drew on the experience of the firm's corporate, tax, employee benefits and executive compensation, labor and employment, and real estate attorneys.

Advise clients on diversity, equity, and inclusion strategies and initiatives.

Conducted in-person training for staff members of a high-end fitness center on accommodating non-gender conforming employees and guests.

Successfully handled OFCCP audits for manufacturing, service, and construction contractors.

Present and train on DEI and other workplace practices.

Regularly negotiate, draft, and advise C-suite executives on employment and restrictive covenant issues.

Regularly counsel clients on hiring, performance, discipline, termination, and other employment issues affecting the workplace with the goals of ensuring compliance with applicable laws and regulations and promoting best practices.

Conducted in-person training for a community center, as a place of public accommodation, on its obligations under the Americans with Disabilities Act to accommodate members and visitors.

Assisted start-up company structure executive employment agreements to obtain and retain key talent.

Counseled the legal and human resources team members of an energy company on reviewing internal policies and practices tied to diversity initiatives and how to ensure legal compliance.

Work closely with expatriates doing business in the U.S., advising them on compliance with U.S. employment laws.

Negotiated with government agency to reduce citations for government contractor as the result of an audit and helped to improve the contractor's relations with the agency going forward.

Identified legal risks to buyer of insurance exchange associated with the assumption of many executive employment agreements and crafted solutions to address the risks.

Obtained judgment for a health care system in a disability discrimination case involving restriction of a physician's staff privileges.

Obtained dismissal, with prejudice, for entertainment company on a Motion to Dismiss the Amended Complaint of a former employee alleging negligent security and negligent hiring and retention claims.

Provided in-person training to the legal department of a technology company on (i) DEI initiatives after the *Students for Fair Admissions v. Harvard/UNC* cases and (ii) transparency with diversity metrics/pay equity studies.

Successfully resolved complex spoliation claims asserted against regional hospital system.

Successfully defended a manufacturing company against a claim brought by a former employee under OSHA 11(c). The employee asserted that he was terminated in reprisal for notifying the employer of his and others' exposure to carcinogens at the worksite. After an extensive investigation, the Secretary of the U.S. Department of Labor dismissed the claim, having determined that, while the employee had

Debra Steiner Friedman

dfriedman@cozen.com

P: (215) 665-3719 | F: (215) 701-2419

P: (212) 883-4900 | F: (212) 986-0604

©2024 Cozen O'Connor. All rights reserved.



engaged in protected activity, his protected activity was not the motivating factor in his termination.

Obtained summary judgment for insurance company client on Americans with Disabilities Act ("ADA") failure to accommodate claim brought by a current employee.

Obtained summary judgment for higher education client on all claims brought by a former physician's assistant student alleging causes of action in negligence, assault, battery, false imprisonment, intentional infliction of emotional distress, defamation, malicious use of process, wrongful use of civil proceedings, and concerted action.

Won preliminary injunctive relief on behalf of a Pennsylvania-based client in the wellness industry that faced efforts by MGM Resorts International and Life Time Fitness, Inc. to develop a competing business in Las Vegas. This result was secured in federal court in Nevada and led to a favorable settlement.

Counseled the owners of a construction company in Texas on accommodating a transgender project manager and trained the company's workforce on unconscious bias and transgender issues in the workplace via an interactive webinar.

Successfully resolved complex discrimination charge with the EEOC on behalf of the operator of multiple nursing homes by negotiating creative, non-monetary settlement and helping the owner implement HR practices to reduce further legal risks.

Performed audit of recruiting and onboarding materials for health insurer, identifying legal risks, providing step-by-step compliance solutions, and streamlining the electronic and paperwork process.

Successfully represented first-tier federal contractor in construction compliance review by the Office of Federal Contract Compliance Programs (OFCCP).

Provided advice and counsel to boards of directors and management teams on fiduciary obligations and employment law issues in the wake of the *Students for Fair Admissions v. Harvard/UNC* cases.

Represented Spell Capital Partners, LLC, a private equity firm, in its acquisition of Viking Plastics, a leading manufacturer of tight-tolerance proprietary and custom injection molded products and assemblies for the automotive, HVAC, and industrial markets.

Handled the labor and employment and benefits issues for our clients -- which provide internal audit, regulatory compliance, and credit risk management services to banking institutions ranging from the world's largest financial institutions to community banks -- in the sale of substantially all of their assets to a full-service accounting, tax, and advisory firm. The transaction was complicated by a complex earn out provision and an unusual non-equity interest in the buyer as part of the consideration, and the fact that our client's entire financial team, including both the CFO and controller, left the company just before financial disclosures were completed.

Represented J&J Snack Foods Corporation, a snack foods and frozen beverages company, in its \$222 million acquisition of the equity securities of Dippin' Dots Holding, L.L.C., the owner of Dippin' Dots, LLC, maker of flash-frozen and beaded ice cream, and Doc Popcorn, L.L.C., the maker of the Doc Popcorn brand of popcorn. This transaction drew on the experience of the firm's corporate, tax, real estate, commercial litigation, intellectual property, labor and employment, employee benefits and executive compensation, environmental, and antitrust attorneys.

Represented Abington Reldan Metals, LLC, a company that reprocesses industrial and electronic waste to extract precious metals for resale, and its affiliated entities in their sale to Sibanye-Stillwater Limited (NYSE: SBSW) (JSE: SSW), a South African company and one of the world's largest gold producers, for \$211.5 million. The sale transaction, which was structured as a locked box transaction, required Hart-

Debra Steiner Friedman

dfriedman@cozen.com

P: (215) 665-3719 | F: (215) 701-2419

P: (212) 883-4900 | F: (212) 986-0604

©2024 Cozen O'Connor. All rights reserved.



Scott-Rodino and CFIUS clearances as well as ITAR filings and drew on the experience of the firm's corporate, tax, transportation and trade, antitrust, employee benefits and executive compensation, and labor and employment attorneys.

Represented Utz Quality Foods, LLC (NYSE: UTZ) and certain of its affiliates in the \$167.5 million sale of certain assets and brands to Our Home™, an operating company of Better-for-You brands that includes Real Food From the Ground Up®, Popchips®, and Food Should Taste Good® (Our Home). Under the agreement, affiliates of Our Home purchased the Good Health® and R.W. Garcia® brands (including the entities that owned such brands); the Lincoln, NC, and Lititz, Pa., manufacturing facilities; and certain related assets. This transaction drew on the experience of the firm's corporate, real estate, tax, intellectual property, labor and employment, employee benefits and executive compensation, environmental, commercial litigation, and technology, privacy and data security attorneys.

Represented Veritable LP, an owner-operated investment firm and multi-family office, in its \$350 million acquisition by Pathstone, a wealth management firm serving multigenerational families, single-family offices, and foundations and endowments. The team led the auction process, sale, negotiation, and documentation.

Represented the shareholders of Aries Global Logistics, Inc., an international air and ocean freight forwarder, in its \$105 million sale to NTG Air & Ocean USA, Inc., a subsidiary of NTG Nordic Transport Group A/S, a publicly traded Danish transportation company. This transaction drew on the experience of the firm's corporate; tax; real estate; labor and employment; employee benefits and executive compensation; antitrust; technology, privacy, and data security; transportation and trade; and intellectual property attorneys.

Represented Agiliti Health, Inc., an essential service provider to the U.S. health care industry, in its \$475 million acquisition of Northfield Medical, Inc., a nationwide repair service provider for medical devices. This transaction drew on the experience of the firm's corporate, antitrust, tax, employee benefits and executive compensation, labor and employment, real estate, intellectual property, and environmental attorneys.

Represented the owners in the sale of more than 25 franchises in eastern Pennsylvania and New Jersey, and exclusive territorial rights, to a growing franchisee. The owners sold the business operations only, with the franchisee continuing to lease many of the restaurants from the sellers. This transaction drew on the experience of the firm's corporate; tax; real estate; technology, privacy, and data security; franchising; and labor and employment attorneys.

Represented inTEST Corporation (NYSE American: INTT), a supplier of test and process solutions for use in manufacturing and testing in a wide range of markets, in its \$12 million acquisition of Videology Imaging Solutions, Inc. and Netherlands-based Videology Imaging Solutions Europe B.V., which together are a global developer and manufacturer of imaging solutions serving medical, industrial, government security, and other original equipment manufacturers (OEMs). This transaction drew on the experience of the firm's corporate, tax, labor and employment, and employee benefits and executive compensation attorneys.

Represented inTEST Corporation (NYSE American: INTT), a supplier of test and process solutions for use in manufacturing and testing in a wide range of markets, in its \$9 million acquisition of Acculogic Ltd. and Canadian-based Acculogic Corporation, which together are a global manufacturer of flying test probes and other testing equipment and solutions. This transaction drew on the experience of the firm's corporate, tax, labor and employment, employee benefits and executive compensation, and intellectual property attorneys.

Debra Steiner Friedman

dfriedman@cozen.com

P: (215) 665-3719 | F: (215) 701-2419

P: (212) 883-4900 | F: (212) 986-0604

©2024 Cozen O'Connor. All rights reserved.



Represented Investindustrial, a private equity firm based in London, in its acquisition of a majority stake in Eataly S.p.A., the global chain of upscale Italian marketplaces. This transaction drew on the experience of the firm's Corporate, Real Estate, Employee Benefits & Executive Compensation, Intellectual Property, and Technology, Privacy, & Data Security attorneys.

Debra Steiner Friedman
dfriedman@cozen.com
P: (215) 665-3719 | F: (215) 701-2419
P: (212) 883-4900 | F: (212) 986-0604

©2024 Cozen O'Connor. All rights reserved.

