



MARK B. LEADLOVE

Partner

St. Louis

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BIOGRAPHY

Mark Leadlove is a trial lawyer with more than 30 years of experience as an advocate. He practices in federal and state courts and arbitration tribunals throughout the United States. He also appears before administrative agencies in the State of Missouri.

Since joining in 1988, Mark has represented clients in disputes in numerous areas of commercial litigation and has served a number of industries. His practice currently focuses on high value, complex commercial disputes for public and closely held corporate clients, including litigation of all types that arise out of mergers, acquisitions and other transactions. In this area, Mark has experience with earn-out litigation; working capital adjustment disputes; litigation and arbitration relating to claims of breaches of representations and warranties in purchase agreements; litigation over buy-sell agreements; and disputes related to letters of intent.

Mark is experienced with franchise litigation, including claims of fraudulent inducement to enter into franchise agreements; breach of franchise agreements; statutory claims; misappropriation of trade secrets and trade mark infringement. He also has defended manufacturers and wholesalers against claims raised by terminated distributors. His experience includes jury trials in cases tried under the Uniform Commercial Code and the UN Convention on Contracts for the International Sale of Goods. Mark's practice experience also includes a substantial number of restrictive covenant and non-compete trials and municipal tax litigation. He has significant experience with real estate related litigation, including lease disputes, property tax issues, eminent domain matters and development disputes. Mark also has served as a member of an arbitration panel in an extremely complex commercial dispute involving claims of breach of contract, quasi contract and related issues.

Mark started his legal career on active duty with the U.S. Army JAG Corps, during which he tried approximately 100 courts-martial and administrative separation actions before military panels and boards. He also spent one year as a management consultant in the St. Louis area prior to joining. A leader in the community, he was an officer in the Army Reserve until his retirement in 2005, and has served in leadership positions on the boards of numerous charitable organizations.

CIVIC INVOLVEMENT & HONORS

- *Chambers USA*, Missouri Litigation: General Commercial, 2017-2024
- *Legal 500 US*, M&A Litigation: Defense, 2024
- United States Army Reserve, Lieutenant Colonel, Judge Advocate (Ret.)
- Neighborhood Houses, Director, 2010 - 2015; Chairman, 2012 - 2015
- St. Patrick Center, Board of Trustees, 2006 – present
- Friends of the St. Louis University Liver Center Foundation, Director, 2005 – 2009
- Kids In The Middle, Director, 1995 - 1998

ADMISSIONS

- Missouri, 1983
- Supreme Court of Missouri

US Court of Appeals for the Sixth and Eighth Circuits

US Court of Appeals for the Federal Circuit

United States District Courts for Eastern District of Missouri and Southern District of Illinois

EDUCATION

University of Pennsylvania, J.D., cum laude, 1983

Saint Louis University, B.S., magna cum laude, 1980

RELATED PRACTICE AREAS

- Business & Commercial Disputes
- M&A Disputes
- Real Estate Tax
- Outdoor Industry
- Antitrust
- Investigations
- Regulation, Compliance & Advisory
- Tax Advice & Controversy
- Tax & Private Client
- Litigation & Dispute Resolution
- Real Estate
- Commercial Real Estate
- Hotels and Hospitality
- Real Estate Retail
- Eminent Domain
- Real Estate Disputes
- Retail & Consumer Products

EXPERIENCE

HIGHLIGHTS OF RECENT TRIALS AND ARBITRATIONS

- *Receivables Management Partners Holdings v. RMP Group*, Circuit Court of Cook County, IL (July, 2015) (represented buyers of receivables management business claiming breaches of representations in purchase agreement, with case settling before trial)
- *The Arbors at Sugar Creek Homeowners Ass'n v. Jefferson Bank & Trust*, Supreme Court of Missouri (June, 2015)(briefed and argued appeal to Missouri Supreme Court on behalf of

homeowners concerning issues related to community association authority and interpretation of restrictive covenants)

- *Confidential Private Arbitration* (June 2015)(represented seller of commercial instrument manufacturing business in working capital dispute in which initially a \$30 million downward adjustment to purchase price was sought by buyer; arbitration award resulted in approximately \$2.2 million upward adjustment in purchase price)
- *Hellman v. Sparks*, Missouri Court of Appeals, Southern District (March, 2015)(briefed and argued appeal to court of appeals on behalf of homeowner on issues related to authority of community association)
- *City of O'Fallon v. CenturyLink*, Circuit Court for the County of St. Louis, MO (July, 2014) (represented telecommunications client in class action by municipalities in state of Missouri for underpaid business license taxes, with case settling before trial)
- *Confidential Arbitration*, Administered by JAMS (San Francisco, CA)(June, 2014)(complete victory in defending claim of approximately \$48 million brought against vertically integrated solar industry client by former shareholders of an acquired business asserting amounts due under an earn-out provision in merger agreement)
- *Confidential Arbitration*, Administered by American Arbitration Association (Harrisburg, PA) (April 2013)(act as party appointed arbitrator in two week arbitration concerning claims in excess of \$25 million for breach of contract and related claims asserted by component assembler against automotive supplier)
- *MEMC Electronic Materials, Inc., et al. v. Balakrishnan*, United States District Court, Southern District of Ohio, (June 2012)(preliminary injunction hearing regarding trade secrets and breach of restrictive covenant in employment agreement regarding manufacture of polysilicon)
- *McCord Research, Inc. v. PureTek Corp., et al.*, United States District Court, Southern District of Iowa, (April 2012) (three day preliminary injunction hearing regarding trade secrets and breach of manufacturing agreement regarding advanced skin and wound care products)
- *The Arbors at Sugar Creek Homeowners Assn., et al. v. Jefferson Bank & Trust Co., et al.*, Circuit Court for the County of St. Louis, State of Missouri (February-April 2012)(multiple day injunction hearing regarding enforcement of declaration and restrictive covenants in upscale residential development)
- *Semi-Materials Co., Ltd. v. MEMC Electronic Materials, Inc.*, United States District Court, Eastern Dist. of Missouri (February 2011)(seven day jury trial related to alleged breaches of supply agreements related to polysilicon products)

- *Confidential Arbitration*, Administered by United States Arbitration & Mediation-Midwest, Inc. (St. Louis, MO) (January 2010)(two day arbitration related to value of minority shareholder's interest in closely held corporation)
- *Semi-Materials Co., Ltd. v. MEMC Electronic Materials, Inc.*, United States District Court, Eastern Dist. Of Missouri (January 2010)(seven day jury trial related to alleged breaches of international sales representation agreements)
- *Option Care Enterprises, Inc. v. Ferguson & Fitzgerald*, American Arbitration Association (Chicago, IL)(November 2008)(four day arbitration related to termination of franchise relationship in specialty pharmaceutical industry)
- *Jewish Center for Aged, et al. v. BSPM Trustees, et al.*, Circuit Court for County of St. Louis, State of Missouri (June 2008)(two day injunction hearing stopping foreclosure on \$55 million note on nursing home)

AVAILABLE DECISIONS RELATED TO CASES

- *The Arbors at Sugar Creek Homeowners Ass'n v. Jefferson Bank & Trust*, 464 S.W.3d 177 (Mo. banc. 2015)(Missouri Supreme Court reverses court of appeals, affirms trial court and finds that bank's foreclosure of lots allowed bank to amend declaration of restrictions)
- *Hellman v. Sparks*, 2015 WL 1021307 (Mo. App. March 6, 2015) (court of appeals affirms trial court on various issues related to authority of community association) *Marple v. T-Mobile Central LLC*, 639 F.3d 1109 (8th Cir. 2011)(remand of class action affirmed on issue of aggregating claims under CAFA of multiple related class actions) *Semi-Materials Co., Ltd. v. MEMC Electronic Materials, Inc.*, 655 F.3d 829 (8th Cir. 2011)(reversing award of summary judgment related to applicability of Incoterms to agreements for determining commissions under international sales representation agreements)
- *Permacel Kansas City, Inc. v. Kohler Company*, 2010 U.S. Dist. LEXIS 58435 (W.D. Mo. June 14, 2010)(award of summary judgment based on non-assumption and assignment of agreement by bankruptcy trustee in automotive parts supply case)
- *Jewish Center for Aged, et al. v. BSPM Trustees, et al.*, 295 S.W.3d 513 (Mo. App. 2009) (injunction halting foreclosure of \$55 million note on nursing home affirmed)
- *SunBorne XVI, Ltd., et al. v. Signature Flight Support Corp.*, 2009 U.S. Dist. LEXIS 34380 (D. Colo. April 3, 2009)(motion to compel arbitration granted in case related to development of general aviation FBO at airport)
- *Naegele v. Biomedical Systems Corp.*, 272 S.W.3d 385 (Mo. App. 2008) (non-solicit provision enforceable even as to customers with whom employee had a pre-existing relationship)

- *Lake Country Corp. v. The Sheraton LLC*, 2008 U.S. Dist. LEXIS 77964 (W.D. Mich. Oct. 6, 2008) (franchisor has no obligation to hotel franchisee to accept reservations for period subsequent to termination of agreement)
- *Semi-Materials Co. v. MEMC Electronic Materials, Inc.*, 2008 U.S. Dist LEXIS 77964 (E.D. Mo. Apr. 1, 2008)(binding settlement agreement entered into between supplier and customer)
- *ASi Industries GmbH v. MEMC Electronic Materials, Inc.*, 2008 U.S. Dist LEXIS 10732 (E.D. Mo. Feb. 13, 2008)(partial summary judgment denied on tortious interference claim in action between supplier and customer)
- *Jewish Center for Aged v. United States HUD*, 2007 U.S. Dist. LEXIS 54382 (E.D. Mo. Aug. 15, 2007)(sovereign immunity precluded action by private nursing home to enjoin sale of note)
- *City of University City, et al. v. AT&T Wireless Services, Inc., et al.*, 203 S.W.3d197 (Mo. 2006) (telecommunications tax legislation deemed to be an unconstitutional special law requiring reinstatement of statewide class action of 350 municipalities against wireless companies)
- *Control Technology & Solutions, Inc. v. Malden R-I School District*, 181 S.W.3d 80 (Mo. App. 2005)(special venue statute permitted suit to be brought in circuit other than location of municipality)
- *City of Creve Coeur v. Order of Elks, BPOE #9*, 136 S.W.3d 116 (Mo. App. 2004)(judgment and sentence of municipal ordinance violation voided)
- *E.I. DuPont de Nemours v. Huttig Building Products*, 2002 Del. Super. LEXIS 315 (Del. Sup. Ct. May 28, 2002)(motion to dismiss of terminated distributor denied due to its being first filed)
- *Quality Carriers, Inc. v. MJK Distributors*, 2002 U.S. Dist. LEXIS 5700 (S. D. Ill. Apr. 2, 2002) (injunctive relief awarded to stop former owner-operator affiliate from breaching non-compete provision of agreement with national trucking company)
- *Clearly Canadian Beverage Corp. v. American Winery, Inc.*, 257 F.3d 880 (8th Cir. 2001) (summary judgment affirmed in collection of amounts due from distributor after termination of distribution agreement)
- *Chastain v. Principi*, 2001 U.S. App. LEXIS 4205 (Fed. Cir. Mar. 9, 2001) and *Chastain v. West*, 1998 U.S. App. LEXIS 29443 (Fed. Cir. Nov. 19, 1998)(veteran had right to argue doctrines of equitable tolling and equitable estoppel regarding timeliness of appeal of denial of administrative claim)
- *R.C. Congel Auto & Boat Sales, Inc. v. Crownline Boats, Inc.*, 2000 U.S. Dist. LEXIS 15322 (N.D.N.Y. Oct. 10, 2002)(boat manufacturer entitled to summary judgment on claims asserted by terminated dealer)

- *St. Charles County v. Board of Curators of University of Missouri, et al.*, 25 S.W.3d 159 (Mo. 2000)(statute exempting certain leaseholds of property owned by state university violative of Missouri constitution)
- *Ralston Purina v. Leggett*, 23 S.W.3d 697 (Mo. App. 2000)(stock options subject to city earnings tax due)
- *Hocker Oil v. Barker Phillips Jackson, Inc.*, 997 S.W.2d 510 (1999)(insurance policy provided coverage to policyholder gasoline station for leak of product)
- *St. Louis Inv. Properties, Inc. v. Rericha*, 963 S.W.2d 724 (Mo. App. 1998)(forfeiture of lease appropriate when rental payments late)
- *Bi Go Markets v. Morton*, 843 S.W.2d 916 (Mo. 1993)(aircraft owned by foreign corporation subject to Missouri ad valorem tax)
- *High Life Sales v. Brown Forman Corp.*, 823 S.W.2d 493 (Mo. 1992)(first impression decision that Missouri would generally represent outbound venue selection clauses, but not in decisions implicating important Missouri policy issues, such as the distribution of alcoholic beverages)

RELATED INSIGHTS

Insights

Jun 20, 2024

City of St. Louis making earnings and payroll tax refunds for work from home compensation

The City of St. Louis has reached an agreement with the plaintiffs in *Boles v. City of St. Louis*, Case Number ED 111495 in which the Collector of Revenue of the City has agreed to process refunds for Earnings Taxes paid by or on behalf of employees who worked outside of the City beginning with the pandemic year 2020 through 2023. The City also has agreed to process refund of Payroll Expense Taxes paid by employers with respect to such employees.

Awards

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Aug 23, 2022

BCLP strengthens Business & Commercial Disputes Team in London

International law firm BCLP is growing its Litigation & Investigations Practice with the appointment of Ravi Nayer as partner in the Business & Commercial Disputes Team. He joins from Quinn Emanuel and will be based in the London office.

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