

M. E. Gilligan Consulting, dba:

# MARTIN & ASSOCIATES

Relationship and Organizational Strategic Consulting

Foreign / Domestic Business, Government Contracting

Licensing, Joint-Ventures, Business Contracts, Terms & Conditions

Term Sheets & Due Diligence for M&A Projects

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## PRACTICE FOCUS (03/31/14)

**MARTIN & ASSOCIATES** provides long-term, retainer-based business and management support, as well as project/hourly-based new product commercialization, acquisition & divestiture, and technology licensing/contract negotiation support to Owners and CEOs of privately-held companies.

1. **Technology Transfer and Strategic Business Relationships** - Corporate experience included drafting, negotiating, and administering domestic and international strategic licenses, sub-contracts, and joint-ventures; as well as expertise in drafting non-disclosure, confidentiality, and non-compete agreements for research, business information, and M&A exchanges. **My consulting practice continues this focus.**

Expertise includes drafting and negotiating a wide assortment of employment, creditor/debtor, and relationship letters and agreements, as well as the detailed review and negotiation of complex terms and conditions received from customers and/or subcontractors. **NOTE that I do not practice law as an attorney** and the client is always expected to have legal documents reviewed by their own attorney. My brand motto is: *“The person you should use for business dealings before you are forced to use an attorney.”*

2. **M&A, Transitional and Wealth Preservation Strategy** - A small but intense part of my total practice is helping Owners of closely-held Client companies make decisions concerning the sale or acquisition of businesses and/or technologies, entering into merger or joint-venture agreements, or implementing the various interests of second and third generation transition owners. I also perform due diligence reviews and draft term sheets for the sale, purchase, or licensing of assets/technology in conjunction with the Client’s attorney and/or investment banking M&A firm. **Avoiding “regretted decisions” is the key goal here.**
3. **General Organizational and Executive Coaching** – I work closely with the Owner/CEO to bring in-depth third-party advice and experience (similar to a Senior Board member) into play in his/her decision-making. **The relationship often lasts for many years, a strong testament to value provided.**
4. **Government/Aerospace Business** – Clients benefit from in-depth experience as an aerospace/government contracts manager/administrator/consultant. A significant part of my practice involves analyzing, drafting, submitting, and negotiating General Service Administration (“GSA”) schedule contracts, as well as R&D and/or production contracts directly with government agencies or prime-contractors. **This usually includes mentoring a Client employee to take on day-to-day contract administration functions to minimize future outside costs.**

**Education:** Bachelor of Science (Mechanical Engineering), Loyola-Marymount University, Los Angeles, CA  
Juris Doctor Law Degree, Loyola-Marymount University, Los Angeles, CA  
Graduate Course Certificates in Business & Finance, Stanford University, Palo Alto, CA

**Business Experience Prior to Consulting Practice:** Senior Executive experience and responsibilities in domestic and foreign operations for a boiler, alternative energy, and HVAC technology capital goods manufacturing company and for a wood energy & material handling company; Contract Manager & Sales Manager for major aerospace power transmission and electronics manufacturing companies. **Business experience includes dealing in 25+ countries in North & South America, Western & Eastern Europe, Middle East, Southeast Asia, and Australia as well as experience in drafting successful grant and loan applications for small businesses at the state and federal level.**

**TERMS:** Payment due Net 10 Days after receipt of invoice. MAKE CHECKS PAYABLE TO: MARTIN & ASSOCIATES (report as W-1099 earnings). Work is warranted to be ethically accomplished, with reasonable professional competence, timeliness and thoroughness and with reasonable follow-up support to facilitate implementation. NOT LIABLE FOR ANY DIRECT, CONSEQUENTIAL, SECONDARY OR INCIDENTAL DAMAGES RESULTING FROM OR IN CONJUNCTION WITH THIS ASSIGNMENT, HOWEVER ARISING. Fees will be quoted separately per assignment.