

Manju Gupta

Counsel



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Practices/Industries

- Government Contracting
- Complex Business Litigation
- Corporate Restructuring, Bankruptcy, & Creditors' Rights

Education

John Carroll University
(B.A., 1999)
Cleveland State University
James J. Nance College of
Business Administration
(MBA, 2003)
Cleveland-Marshall College of
Law
(J.D., 2003)

Overview

Manju concentrates her practice on complex business litigation, with a particular focus on federal contracting counseling and dispute resolution. She has substantial experience representing businesses in connection with their governmental procurement and contracting activities, including bid preparation, responses to requests for proposals for government projects and contracts, bid disputes and protests, contract negotiations, and contract disputes. Manju has represented clients throughout the country in both state and federal courts.

Manju also has extensive experience representing debtors and creditors in Chapter 11 bankruptcies and out of court workout matters. Her experience includes representing clients in all aspects of bankruptcy proceedings, including asset sales, executory contracts, unexpired leases, intellectual property, stay issues, and prosecution and defense of adversary proceedings.

Experience

Key Federal Government Contracting Matters

- Preparation and resolution of certified claims in excess of a million dollars under the Contract Disputes Act for Fortune 500 companies and small businesses.
- Recent successful resolution of a federal claim in excess of \$1 million involving the U.S. Department of Veterans Affairs and U.S. Department of Labor.
- Recent successful resolution of a federal government bid protest filed with the U.S. Government Accountability Office.
- Negotiation with federal government agencies for amounts owed on federal contracts.
- Review and interpretation of the Federal Acquisition Regulations ("FAR") in the context of federal contracts.
- Negotiation and review of federal government contracts between prime contractors and subcontractors.
- Representing general contractors and subcontractors in federal court litigation.
- Guidance as to mergers/sale of assets and the resulting assignment issues for federal contracts.

Key Litigation Matters

- Successful resolution of state government bid protests for small businesses as well as Fortune 200 companies.
- Lead litigator on \$4 million dispute regarding falsified borrowing base certificates.

Experience (Cont)

Key Litigation Matters (Cont)

- Key member of defense team representing distributor company in opioid litigation.
- Key member of trial preparation team for \$100 million international business dispute.
- Successful resolution in an adversary proceeding of a surety in protecting its judgement lien against an avoidance action commenced by a debtor.
- Served as second chair in an adversary proceeding on behalf of a national supplier to the automotive industry.
- Representation of a national manufacturer of lawn care products in arbitration of a reinsurance policy.
- Successfully obtained summary judgment in a breach of contract dispute between business broker and business owner.
- Served as second chair in jury trial regarding real property dispute in excess of \$1 million.

Key Bankruptcy Matters

- Representation of several continuing care retirement communities in Chapter 11 proceedings to restructure their bond debt.
- Representation of a \$400 million revenue Ohio hospital system in Chapter 11 bankruptcy.
- Representation of national surety, as a creditor in a Chapter 11 bankruptcy (N.D. Ohio).
- Representation of a clinical laboratory company in a Chapter 11 bankruptcy (S.D. Texas).
- Representation of official committee of unsecured creditors appointed in Chapter 11 for leading manufacturer of precision hot forgings in automotive industry (Delaware).
- Litigation and negotiation of multimillion dollar settlement for subcontractor in the Fontainebleau Hotel bankruptcy.
- Negotiating vendor settlements and trade term modifications on behalf of distressed clients.
- Drafting and negotiating Chapter 11 plans of liquidation and related disclosure statements.

Presentations

- "Developments in Cybersecurity: Deciphering Biden's New Executive Order," Ulmer & Berne LLP Webinar (June 2021)
- "Cracking the Old Boys Network: Finding, Building, and Marketing Your Own Practice," Cleveland Metropolitan Bar Association's Racial Equity and the Law Talks (July 2020)
- "The Legalities of Sale-Leasebacks and Ground-Lease-Leasebacks," Ohio Municipal League (November 2018)
- "Preliminary Considerations When Drafting a Contract," National Business Institute (June 2017)
- "Ways to Get and Keep a Government Contract," Subcontractors Association of Northeast Ohio (November 2016)
- "Considerations When a Contractor Defaults," Ohio Surety Association (October 2015)

- “DIP Financing 101: A View From the Debtor, the Committee, and the Secured Lender,” Turnaround Management Association (February 2015)

Publications

- “Incorrect Wage Classifications: Potential Personal Liability for Contractors?” *Contract Management Magazine* (March 2020)
- “Coronavirus (COVID-19): Guidance for Government Contracts,” Ulmer & Berne LLP *Client Alert* (March 2020)
- “Insured-Versus-Insured Exclusion Applies to Liquidating Trustee,” ABA Business Law Section's Director & Officer Liability Committee's *Flash Report* (September 2017)
- “Principal File Bankruptcy? All Is Not Lost: The Surety's Ability to Subrogate Suppliers' and Administrative Claims, Fidelity & Surety,” *Law Committee Newsletter* (Spring 2015)
- “A Practical Guide for Landlords With a Bankrupt Retail Tenant,” *Client Alert* (March 2015)
- “Business Restructuring and Bankruptcy: A Practical Guide for a Surety When a Principal Files for Bankruptcy,” *Client Alert* (July 2014)
- “When a Contractor Defaults, Who Has Priority? Surety or Bank?,” Turnaround Management Association's *Turnaround Times* (September/October 2014)
- “Rethinking the Bankruptcy/Non-Bankruptcy Restructuring Choice,” *Cleveland Metropolitan Bar Journal* (September 2014)
- “Not So Fast: Supreme Court Adopts A Higher State of Mind Standard for Non-Dischargeability Under Section 523 (a)(4) of the Bankruptcy Code,” *American Bar Association Committee News* (Winter 2014)
- “Occupational Risk: The Outrageous Reaction to HIV Positive Public Safety and Health Care Employees in the Workplace,” *19 J.L. & HEALTH 39* (2004-2005)

Blogs

- “Is Getting Certified Worth It? Part 5: Women Owned Small Business Program”
- “Is Getting Certified Worth It? Part 4: Service Disabled Veteran Owned Business Program”
- “Is Getting Certified Worth It? Part 3: HUBZone”
- “Is Getting Certified Worth It? Part 2: Disadvantaged Business Enterprise”
- “Is Getting Certified Worth It? Part 1: 8(a) Business Development Program”
- “Part II: Is a Retail Shakeout Coming Soon? (Part II)”
- “Is a Retail Shakeout Coming Soon?”

Involvement

Professional Affiliations

- DANCECleveland (*Board Member*)
- Cleveland Marshall College of Law (*Alumni Association, Board Member*)
- Cleveland State University, School of Liberal Arts and Social Sciences (*Visiting Committee, Member*)

Involvement (Cont)

Professional Affiliations (Cont)

- Case Western Reserve University (*Visiting Committee, Member, Committee of Inclusion, Diversity & Equal Opportunity, Member*)
- Cleveland Metropolitan Bar Association (*Litigation Section, Council Member*)
- International Women's Insolvency & Restructuring Confederation
- Turnaround Management Association
- American Bankruptcy Institute
- William K. Thomas Inn of Court (*Executive Committee*)
- Cleveland Metropolitan Bar Association (*Women's Section, Co-Chair; Litigation Section, Council; Minority Attorney Roundtable Taskforce, Member*)
- City Club of Cleveland (*New Leaders, Cabinet Member, 2004-2008*)
- American Bar Association
- Ohio State Bar Association

Honors & Distinctions

- Named to *The Best Lawyers in America*®, Bankruptcy and Creditor-Debtor Rights Law/Insolvency and Reorganization Law (2019-2022)
- Named to the Ohio Super Lawyers list (2014-2021)
- Named to the Ohio Rising Stars list (2012-2013)
- Selected for inclusion in Lawyers of Color Hot List (2013)

Admissions

- State of Ohio
- U.S. Court of Appeals, Sixth Circuit
- U.S. District Court, Northern District of Ohio
- U.S. District Court, Southern District of Ohio