

# Burns, Figa & Will, P.C.

Geoffrey P. Anderson  
Colleen R. Belak  
Scott A. Clark  
Lindsey N. Croley  
Matthew B. Dillman  
Dana L. Eismeier  
Candace Cole Figa  
Bernard F. Gehris  
Alix L. Joseph  
Stephen H. Leonhardt  
Herrick K. Lidstone, Jr.  
Theresa M. Mehringer  
Lee E. Miller  
Michael J. Norton  
Jennifer M. Osgood  
D. Merc Pittinos  
Alexander R. Rothrock  
Rachel Thomas Rowley  
D. Sean Velarde  
J. Kemper Will

At Burns, Figa & Will we view our unique mix of size and expertise as the key to providing exceptional legal services with integrity and professionalism. Established in 1980, Burns, Figa & Will attorneys have provided exceptional legal services, practical business-focused solutions and individualized attention for our clients.

While focusing in our primary areas, our attorneys maintain expertise in a broad range of specialized practice areas and subspecialties including:

- Business law and transactions
- Securities law
- Commercial litigation
- Environmental law
- Water law
- Real estate
- Estate planning
- Legal ethics

These materials should not be construed as legal advice or legal opinion on any specific facts or circumstances. The contents are intended for general information purposes only, and you are urged to consult an attorney concerning your own situation or any specific questions. Promotional material. © 2005 Burns, Figa & Will, P.C.



ATTORNEYS AT LAW

6400 S. Fiddler's Green Circle  
Suite 1030  
Englewood, CO 80111

P: 303 796 2626  
F: 303 796 2777  
www.bfw-law.com

PRSR STD  
U.S. Postage  
PAID  
Englewood, CO  
Permit N. 1171



ATTORNEYS AT LAW

6400 S. Fiddler's Green Circle  
Suite 1030  
Englewood, CO 80111

P: 303 796 2626  
F: 303 796 2777  
www.bfw-law.com

# Briefly

... from Burns, Figa & Will, P.C. Special Edition

## Proudly Celebrating 25 Years!

### The Early Years

Celebrating its 25th anniversary in 2005, the law firm of Burns, Figa & Will, P.C. is proud of its historic beginnings, a consistent involvement in the Denver community and a respected position in the legal field.

Hugh Burns and Phil Figa opened the doors of the law firm in 1980. They laid the groundwork for a law firm focused on integrity and high quality client service at a cost effective approach. This foundation has resulted in solid growth of the firm with strong relationships being formed between members of the firm, their clients and the legal community.

The only agreement between Hugh Burns and Phil Figa was that they would stay at two lawyers. "Hugh was tired of big firms and didn't want to see a bureaucracy," said Phil Figa. However, when Candy Figa passed the bar they broke the rule and grew to three lawyers, practicing mostly business and commercial litigation and antitrust.

"I bet I learned more about being a lawyer listening to Hugh on the phone than rewriting briefs. Just watching him in action. He had a very gentle way of teaching, very non-judgmental. He would talk to me about the most basic and specific things, and how he would handle them. He was a great thinker", continued Figa. Hugh Burns retired in 1988 because of problems with multiple sclerosis and passed away in 2001.

In 1991, the firm merged with Kemper Will and his firm, Law Offices of J. Kemper Will, providing clients with an excellent combination of commercial and environmental litigation.

In March of 2002, the firm of Norton Lidstone merged with Burns, Figa & Will, bringing Michael J. Norton, former U.S. Attorney for the District of Colorado and Herrick K. Lidstone Jr. to the firm. In October of 2003, Phil Figa's appointment to the United States District Court in Denver was confirmed.

For the past twenty-five years Burns, Figa & Will has gradually expanded from a "two person practice" to a full service law firm now employing 20 attorneys and 17 staff. **The firm provides exceptional legal services, practical business-focused solutions and individualized attention for our clients.**

\*Note: Portions of this article were reprinted from The Colorado Lawyer, July 1995, Vol.24, no.7



Please share with us as we Proudly Celebrate 25 years!  
As part of our Anniversary Celebration, we asked each of our shareholders:

## “After 25 years, what makes Burns, Figa & Will so special?”

### Geoff Anderson

*“I started with this firm in 1984 as a law clerk. The founding principles of service, a high level of communication with clients and treating everyone – opposing counsel and parties, court personnel and of course our clients - with professionalism and integrity have been reinforced every day. We have years of strategic counsel and legal expertise at Burns, Figa & Will – our firm is capable of going toe to toe with anyone.”*

Mr. Anderson specializes in:

- Real estate litigation
- Real estate transactions
- Commercial litigation

Mr. Anderson has represented clients throughout the State of Colorado in a wide array of issues



including real estate and commercial matters. Litigation matters have included construction defect and

mechanics' lien litigation, real estate title issues, title insurance matters, mined land reclamation issues, and enforcement of security interests, among others. Mr. Anderson also represents buyers, sellers and lenders in real estate transactions, sometimes in conjunction with the environmental department at Burns, Figa and Will.

A particular area of emphasis in Mr. Anderson's practice is road and access law. With the changing land use patterns in Colorado brought about by growth and an interest by many people to buy mountain properties, disputes over access across both public and private properties have become quite common. Mr. Anderson has litigated many of these cases in Federal Court in Denver as well as in state courts throughout Colorado. He also frequently lectures on road law and other real estate topics in continuing legal education courses. He is a volunteer at public radio station KUVO, 89.3 FM where he is an announcer on a jazz shift from 7 to 9 pm Tuesdays.

### Scott Clark

*“The firm's management style is unique among full service law firms. We have a very strong client focus, continued skill development and a high level of support. We provide the services a client needs without the added bureaucracy.”*

Mr. Clark specializes in:

- Environmental law
- Water law
- Administrative and governmental matters
- Municipalities and special districts

Mr. Clark represents private and public clients on a wide range of environment and natural resources



matters, including brownfields, remediation, real estate transactions, litigation, permitting, petroleum storage

tank fund applications, regulatory compliance, water quality and water rights. Mr. Clark has practiced law in Denver since 1994. He received his B.A. degree in biology from DePauw University, and his J.D. degree from the University of Denver.

Mr. Clark is a frequent speaker at seminars and workshops on environmental liability, environmental issues in real estate transactions and water rights. Mr. Clark also devotes time to several professional and charitable organizations, including the Colorado Hazardous Waste Management Society, of which he is the president, Southeast Business Partnership, for which he is co-chair of the Water Subcommittee and Habitat for Humanity of Metro Denver, for which he serves on the board of directors.

### Dana Eismeier

*“Burns, Figa & Will has grown to be one of the preeminent law firms in the state. We have the resources to meet our client's needs, large or small. We provide efficient services in a manner that benefits the client.”*

Mr. Eismeier specializes in:

- Environmental litigation
- Commercial and employment litigation
- Commercial law
- Intellectual property
- Sports law

Mr. Eismeier specializes in commercial, environmental and employment litigation. He also practices commercial law and handles intellectual property matters, whistleblower litigation and



sports law. His clients range from large, national corporations to small, local business entities. He is presently

National Counsel for the Women's Professional Rodeo Association.

Mr. Eismeier has substantial trial and appellate experience in Colorado and other states. He has appeared several times before the Judicial Panel on Multidistrict Litigation and is admitted to practice before several federal circuit Courts of Appeal and the United States Supreme Court.

### Candace Cole Figa

*“Community service has always been an important part of the Burns, Figa & Will culture. Since our inception, we have participated in numerous community and pro bono projects each and every year. Involvement in our community includes both community outreach programs and cultural improvement organizations. This year, we were honored by the Highlands Ranch Chamber of Commerce with the Corporate Business of the Year Award. The award recognized our firm's business achievements and corporate citizenship.”*

Ms. Figa specializes in:

- Litigation and trials of business, contract, commercial and real estate matters
- Products liability and insurance law,
- Land use planning
- Estate planning

Ms. Figa has maintained a wide-ranging, litigation-oriented practice throughout Colorado for over 25 years. She has represented local businesses, large and small, national companies, and individuals. Ms. Figa is admitted to practice in the Colorado State courts, the U.S. District Court for the District of Colorado, and the Tenth Circuit Court of Appeals. Ms. Figa has also served as an arbitrator and

special master in several areas of commercial and personal injury litigation.

Ms. Figa is active in civic affairs and served on the Greenwood Village City Council from November 1993-2001. She served as Mayor Pro



Tem from 1999-2001. She was the municipality's representative to the Board of Directors of the Denver Regional Council of

Governments where she served on the Executive Board and as vice-chairman of the Transportation Policy Committee. Ms. Figa also served on the Board of Governors of the Southeast Business Partnership and the Boards of the Southeast Transportation Authority (Link Bus) and E-470 Public Highway Authority for which she received their “Driving Force Award” in 2000. Ms. Figa presently serves on the Curtis Arts and Humanities Council and the Regional Transportation District's T-REX Art Committee. Ms. Figa is the Colorado Regent for Northwestern University and serves on the Alumni Council for the University of Denver Law School.

### Stephen H. Leonhardt

*"Burns, Figa & Will's lasting commitment to excellence has enabled us to provide our clients with legal services of the highest quality and with the utmost integrity. Our commitment to these principles has created a firm distinguished by its reputation, client service mentality and achievements of its lawyers."*

Mr. Leonhardt specializes in:

- Water rights and water quality
- Administrative, governmental and legislative
- Litigation and appeals
- Municipal and special districts
- Natural resources and public lands
- Environmental

Mr. Leonhardt concentrates his practice on water law, related governmental and environmental



issues, and litigation. Mr. Leonhardt counsels clients on the establishment, protection, and modification of

water rights throughout Colorado. He represents clients in judicial and administrative proceedings and transactions concerning rights to use both surface water and groundwater. Since 1986, Mr. Leonhardt has devoted much time to representing the Southeastern Colorado Water Conservancy District, the regional agency responsible for the Fryingpan-Arkansas Project.

Mr. Leonhardt is an active member of the Denver Bar Association, the Colorado Bar Association, and the American Bar Association. He is also a member of the Christian Legal Society (recently serving on the National Board of Directors), and the Colorado Water Congress. Mr. Leonhardt served on the Ethics Committee of the Colorado Bar Association from 1988 to 1996. He is a frequent lecturer on legal ethics, ballot initiatives, and issues related to water law.

### Herrick K. Lidstone, Jr.

*"Client focus is our first priority. Burns, Figa & Will, bases its commitment to client service on developing an intimate knowledge of each client's needs and objectives. We treat each and every client with the utmost integrity and respect. We staff cases to maximize efficiency and minimize cost, while maintaining the highest standard of quality and service."*

Mr. Lidstone specializes in:

- Corporate and transactional law
- Securities law
- Real estate and natural resources

Mr. Lidstone is a shareholder of Burns Figa & Will. Previously he was a member of the law firm Norton Lidstone, P.C., in Greenwood Village, Colorado.

Mr. Lidstone practices in the areas of business transactions, including corporate law, federal and state securities compliance, mergers and



acquisitions, contract law, tax law, real estate and zoning law, and natural resources law. Mr. Lidstone's work includes the

preparation of securities disclosure documents for financing transactions, as well as agreements for business transactions, partnerships, lending transactions, real estate and mineral property acquisitions, mergers, and the exploration and development of mineral and oil and gas properties.

Mr. Lidstone has written numerous professional articles on business and securities law for The Colorado Lawyer and other publications, several of which have been selected for publication by West Publishing Co. He has written more than fifteen published articles and has presented more than 30 papers at continuing education conferences.

Mr. Lidstone has served numerous times as an expert witness in cases involving corporate, partnership, and securities law matters. He has been qualified as an expert witness in the United States District Court for the District of Colorado, the District Court for the City and County of Denver, Colorado, the District Court for the Arapahoe County, and several arbitration tribunals.

The Honorable Bill Owens, Governor of Colorado, appointed Mr. Lidstone to the State Securities Board in the Colorado Department of Regulatory Agencies for a three-year term ending July 1, 2002, and he was reappointed for a second term ending July 1, 2005.

### Theresa Mehringer

*"Burns, Figa & Will has the depth of resources to deliver the legal services to a broad range of clientele. The firm has an institutional culture of excellence, cooperation and the highest professional standards. Our work environment is based on strong client relationships and a sense of collegiality. We have a team approach that provides the expertise when the client needs it – in an efficient, cost effective manner."*

Ms. Mehringer specializes in:

- Securities and corporate finance
- Business law
- Mergers and acquisitions
- Tax planning
- Venture capital financing
- Emerging companies

#### Related Experience:

Ms. Mehringer has developed a sophisticated practice representing many public companies and privately held entities in corporate finance, securities and general



business matters. She also provides corporate counsel advice to individuals and businesses in mergers and

acquisitions, tax planning and venture capital financing.

In the past, Ms. Mehringer has authored, "New Corporate Governance Requirements Under Sarbanes-Oxley and the Stock Exchanges," The Colorado Lawyer,

Vol. 32, No. 1 (January 2003). She has also presented, "Sarbanes-Oxley and the SEC's Proposed Rules Regarding Standards of Professional Conduct for Attorneys Dealing with Public Company Clients," to The Law Club (November 18, 2002); "Business Formation and Expansion Basics," addressing topics of importance for a small company anticipating outside financing, delivered to The Law Club (March 18, 2002); "The Use of Buy-Sell Agreements in Retaining Control of a Business," delivered to the American Society of Women Accountants (June 20, 1995).

### Lee Miller

*"The creativity, freedom to make decisions and family friendly atmosphere at Burns, Figa & Will has created a synergy beyond my expectations. This firm is sophisticated, experienced and does everything it can to meet client expectations."*

Mr. Miller specializes in:

- Water rights and water quality
- Natural resources and public lands
- Environmental
- Administrative, governmental and legislative
- Agriculture
- Municipal and special districts

Mr. Miller devotes his practice to water law, natural resources, and environmental law. He represents western natural resource users, particularly agricultural and

municipal water providers, before state and federal agencies, Congress and state legislatures, and in state and federal courts. Mr. Miller's practice ranges from



participating in negotiations on an interstate water compact to handling simple administrative appeals. He has

been involved in more than a hundred Colorado water cases, including several Supreme Court appeals that have established much of modern Colorado water law.

In the past, Mr. Miller has served as the chief of the water rights unit in the Colorado Attorney General's Office. In this position, Mr. Miller supervised water rights litigation for Colorado and represented the state on various water policy boards. Mr. Miller also served as staff counsel to U.S. Senator Hank Brown of Colorado. He was counsel to the bipartisan Congressional Western Water Caucus and was a water and power attorney in the U.S. Department of Interior.

## Michael J. Norton

*"I believe that integrity and respect are fundamental to maintaining the principles and foundation of Burns, Figa & Will. Our attorneys are intelligent and respectful of each other and our clients. We are committed to professional excellence and collegiality. We are committed to knowing our clients' businesses. This knowledge coupled with the years of experience of our attorneys allows us to help our clients solve legal and business issues in a cost efficient manner."*

Mr. Norton specializes in:

- Estate planning
- Civil litigation and criminal defense

Mr. Norton is a senior member of the law firm of Burns, Figa & Will in Englewood, Colorado. Mr. Norton's practice areas include complex civil litigation and white collar criminal defense, real estate law, including real estate broker and licensing law, and wills, trusts, and estate planning.

From March 1988 to April 1993, Mr. Norton served as the United States Attorney for the District of Colorado. Mr. Norton was first appointed to this office by President Ronald Reagan and then



reappointed by President George Bush. He resigned from this office in April 1993 to enter the private practice of law.

During the time he served as United States Attorney, Mr. Norton was the chief federal law enforcement officer for the State and District of Colorado and, as such, directed the U.S. Justice Department's criminal and civil justice priorities in the District. These priorities included a coordinated prosecution of organized crime activities in narcotics and dangerous drug distributions; a major thrust against white collar crime.

Mr. Norton is active in his church and is currently a candidate for both a Masters of Arts-Christian Studies degree and a Masters of Divinity-Biblical Studies degree at Denver Seminary, Denver, Colorado. His planned completion date is 2006.

## Alec Rothrock

*"The strong structure, trust and flexibility provide an atmosphere where we are able to make our own place. With the expanded base of services, Burns, Figa & Will is hitting its stride."*

Mr. Rothrock specializes in:

- Legal ethics and attorney discipline defense
- Unauthorized practice of law
- The Law of practicing law

Mr. Rothrock is the author of "Essays on Legal Ethics and Professional Conduct in Colorado" (Continuing Legal Education of Colorado, Inc. 2003) and a frequent lecturer on topics of legal ethics and professional conduct. He is Vice-Chairman of the CBA Ethics Committee and the Ethics Editor of the Colorado Trial Lawyers



Association's bimonthly publication, "Trial Talk". Mr. Rothrock belongs to the Association of Professional Responsibility

Lawyers and the ABA Center for Professional Responsibility. He has been an active member of the Colorado Bar Association Ethics Committee since 1994. While attending DePaul College of Law, Mr. Rothrock was the Executive Editor of the DePaul Law Review (1983-84). Mr. Rothrock received four Avery Hopwood Writing Awards at the University of Michigan.

## D. Sean Velarde

*"At Burns, Figa & Will, we believe that our culture enhances our client service ability. We have developed a family friendly culture with high standards and service for our clients. It is a pleasure to work with this group of individuals."*

Mr. Velarde specializes in:

- Corporate and business law
- Mergers and acquisitions
- Commercial litigation

Mr. Velarde has developed a diverse practice, concentrating on business planning and



transactions, where he provides corporate counsel advice to individuals and businesses, including entity

organization and governance, contract negotiations and preparation, employment law, buy-sell agreements, mergers and acquisitions, and licensing issues. He frequently assists his clients in the legal aspects of creating and expanding their businesses as well as buying, selling, and reorganizing businesses through mergers. Mr. Velarde has significant experience in creating C- and S-corporations, limited liability companies, and limited partnerships. He also has substantial experience in litigating complex business cases in state and federal trial and appellate courts. Before joining Burns, Figa &

Will, Mr. Velarde served as judicial law clerk to The Honorable Daniel M. Taubman of the Colorado Court of Appeals.

## J. Kemper Will

*"Throughout the history of Burns, Figa & Will, there has been a sincere effort to solve client needs in an efficient, cost effective manner. We have terrific people with a high degree of integrity and expertise. We foster a culture of respect for both our clients and our employees. We have grown to provide a variety of legal services for businesses and individuals. By teaming with attorneys throughout the firm, we have the experience and ability to address the legal matters of our clients."*

Mr. Will specializes in:

- Environmental law
- Hazardous waste
- Contaminated property transactions
- Environmental litigation
- Contamination investigation and assessment



Mr. Will heads the Firm's Environmental Group. He began his environmental practice 30 years ago, when the environmental field was nascent, as an attorney with the U.S. Environmental Protection Agency in Washington D.C. and Denver.

Mr. Will was recently presented with the Environmental Achievement Award from the U.S. Environmental Protection Agency. Mr. Will was given this award for leading the development of a remediation of the Approved Oil Serves site in Commerce City, Colorado.

In addition to being one of the most experienced "Superfund" lawyers in the United States, he has represented hundreds of parties regarding contaminated properties:

- Sales, purchases and other contaminated property transactions;
- Mergers and acquisitions;
- Redevelopment, voluntary clean-up, brownfields;
- Permitting and regulatory compliance;
- Managing environmental litigation.

Mr. Will and the Firm have handled regulatory matters under all of the federal and state environmental laws and know the regulators well. Mr. Will has been involved in numerous environmental litigation cases.