

# Charles E. Meacham

## Partner

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Charlie Meacham is a trilingual (Spanish and Portuguese) transactional lawyer based in the firm's Houston office, who was born and raised in Caracas, Venezuela. For more than 30 years, he has advised corporate clients across a wide range of industries on successfully executing complex cross-border corporate, commercial, and M&A transactions, with an emphasis on Mexico and other Latin American countries including Argentina, Brazil, Chile, Colombia, Ecuador, Peru, and Venezuela. He is a partner in the firm's Transactions Practice.

With a broad knowledge base, Charlie advises clients on the impact on M&A transactions of U.S. and other anti-corruption laws including the Foreign Corrupt Practices Act and the UK Bribery Act, complying with these laws in various foreign jurisdictions, and maintaining compliance with their corporate governance policies.

Charlie primarily represents U.S.-based clients and European and Asian clients with a U.S. presence, that are seeking to commence or already conduct business operations in Latin America, as well as Latin America-based clients seeking to do business within the United States. His deep knowledge of and experience with Latin American markets, including the evolving regulatory and legal landscape and local customs, and his development of a broad network of trusted relationships with local counsel, allows him to effectively serve as a bridge between clients' complex business and legal needs and the local business environment.

Specifically, Charlie has extensive experience advising clients at every stage, from entry to exit, within the lifecycle of their corporate presence in Latin America and preparing all related documentation and commercial agreements, as follows:

- *Market Entry:* Charlie assists clients in successfully establishing a presence and commencing business operations in Latin America in a cost-effective and revenue-maximizing manner by navigating them through complex regulatory environments and advising on how to best structure their businesses based on corporate, tax, governance, antitrust, and local country risk and compliance implications.

Based on these implications and primary business objectives, Charlie advises clients on whether they are best positioned to develop, manufacture, distribute and/or sell their goods or services within a specific jurisdiction by forming a new entity, acquiring an already-established local entity, or entering into a joint venture with a local partner.

- **Formation of New Entities:** Formation of partially and wholly owned Latin American subsidiaries, as well as related business commencement and ongoing corporate governance and maintenance agreements, functions and operations.
- **Acquisition of Local Entities:** Cross-border stock or asset acquisitions of existing Latin American entities when preference is to acquire an already-established local business including advising on local antitrust, foreign investment and labor profit-sharing rules and other regulatory matters.
- **Establishment of Joint Ventures:** Creation of majority- or minority-controlled joint ventures to leverage a local partner's established presence and their unique financial, capital, technological and/or management capabilities and experience.
- **Ongoing Operations:** Charlie advises clients on various corporate, real estate, labor, profit-sharing, and tax matters related to successfully expanding their operational footprint in Latin America, including purchasing or leasing real or personal property or other commercial goods, procuring local labor services and ensuring optimal employee and union relations, and securing appropriate authorizations from local governmental and customs authorities. Charlie also advises clients on maintaining compliance with their corporate governance policies and anti-corruption laws within foreign jurisdictions.
- **Reorganization:** Charlie assists clients with restructuring and/or consolidating their operations in Latin America in connection with their overall corporate or international reorganizations or strategy.
- **Market Exit:** Charlie assists clients seeking to exit from their current business circumstances in Latin America by advising on the sale of their equity interests or assets or the dissolution of their joint ventures or local subsidiaries on favorable terms.

Charlie also advises clients seeking to conduct business in Latin America without establishing a local presence or commencing operations there. Specifically, Charlie has structured and documented various manufacturing, sales agency, affiliation, distribution, royalty, licensing, intracompany services, and other cross-border commercial arrangements that best position clients to capture value on their goods and/or services while also minimizing potential liabilities.

He also advises foreign investors and high-net-worth individuals on acquiring or maximizing the value of their investments in various jurisdictions.

## **Representative Experience**

### **Joint Venture and Strategic Alliance Transactions**

- Represented Quanta Services Inc. in joint venture with a Peruvian telecommunications partner to install broadband networks in rural Peruvian provinces with US\$280m financing from the Peruvian

government.

- Represented Houston Methodist Hospital in Affiliation Agreement with the American British Cowdry (ABC) Medical Center in Mexico City.
- Represented mid-sized U.S. building products manufacturer in joint venture with Mexican partner to build cement board manufacturing plant in Monterrey, Mexico.
- Represented predecessor to Cornerstone Building Brands, Inc. in joint venture with Empresas STIVA to construct and operate metal frame fabrication plant in Monterrey, Mexico.
- Represented Clear Channel Entertainment (n/k/a Live Nation) in joint venture with Grupo Televisa, S.A. to produce live entertainment throughout Latin America.
- Represented GEODynamics, Inc. in joint venture to import and distribute oil and gas perforation systems in Mexico.

### **Transactional and Governance Matters**

- Represented Ascend Performance Materials Operations LLC with the purchase of manufacturing assets for a plastic compounding facility in Guanajuato, Mexico.
- Represented Braid Logistics (North America), Inc. in sale of membership interest in Texas-based logistics joint venture.
- Represented Stemco, LP in its divestiture of four operating subsidiaries in San Luis Potosí, Mexico.
- Represented Luxembourg-based SVP Worldwide with legal, operational and corporate governance matters for its Mexican distributor of Singer sewing machines.
- Represented Brazilian wind turbine blade manufacturer establish Delaware and Texas subsidiaries to provide blade repair and warranty services across United States and Mexico.
- Represented Dril-Quip, Inc. in on-going corporate governance, labor, and tax matters for its Mexican subsidiaries.
- Represented SSI-Schaefer Systems International, Inc. in formation of Mexican subsidiary to manufacture recyclable plastic containers for automotive industry.
- Represented Cathexis Holdings II, LLC in implementation and documentation of the U.S. aspects of worldwide reorganization.

### **Commercial Arrangements**

- Represented Speedcast Communications, Inc. in executing Professional Services Contract with Colombian sales agent.
- Represented Crystaphase Products, Inc. in executing Sales Agency Agreement with Brazilian agent.
- Represented Lexicon, Inc. in executing Construction Supervision Agreement with Nucor/JFE Steel de Mexico in Celaya, Guanajuato.
- Represented Materials Bank in establishing manufacturing arrangement with Fuerza Gráfica for outsourcing of manufacturing to Monterrey, Mexico.
- Represented Teijin Aramid USA, Inc. with obtaining IMMEX value-added tax and export incentives for Mexican subsidiary.

- Represented Populous Group, LLC in submission of tender for design and construction of soccer stadium in Leon, Guanajuato.
- Represented Canadian Solar, Inc. in executing Engineering Procurement and Construction (EPC) agreement for construction of solar facility .
- Represented Armadillo Financial Partners in evaluation of viability of international arbitration claim in Ecuador for litigation financing.
- Represented Lifesize, Inc. with international human resources and employment, termination and severance agreements in Asia, Europe, and Latin America.

### **Anti-Corruption and FCPA Matters**

- Represented Laticrete International, Inc. in preparation of FCPA training presentation in Spanish.
- Provided anti-corruption compliance training for sales team, company executives and international vendors of ValvTechnologies, Inc.

### **Additional Experience**

- We are representing Hansplace Holdings in the potential purchase of a wind turbine services company in Iowa

### **Awards and Recognition**

- *The Legal 500 Latin America, Real Estate (2013)*
- *The Best Lawyers in America, Corporate Law (2023-2024)*

### **Affiliations**

- Member, State Bar of Texas
  - International Law Section
- Member, American Bar Association
  - International Law Section
  - Mexico Committee
  - Business Law Section
- Member, Houston Bar Association
  - International Law Section
- Member, International Bar Association
- U.S. Chair, Board of Directors, U.S. Mexico Bar Association (2020-2023)

### **Community Involvement**

- Member, Board of Directors, BEAResource for CPS Kids (2010 – present)
  - Chair (2014 – 2015)
  - Vice Chair (2012 – 2013)
- Member, Brazil-Texas Chamber of Commerce (2020 – 2023)
- Member, American Chamber of Commerce, Mexico City (1992 – present)

- Member, Advisory Board, United States-Mexico Chamber of Commerce, Gulf Coast Chapter (2017 – present)

### **Presentations and Publications**

Co-author, “[Manufacturing in Mexico: Go-Maquila or Bust. Right ...?](#)” *Alliance magazine, edition no. 32.* (October 18, 2021)

### **Languages**

- Spanish
- Portuguese

### **Sectors**

- Carbon Capture
- Energy & Infrastructure
- Energy Transition
- International Trade & National Security
- Manufacturing
- Oil & Gas
- Power & Renewables
- Racial Justice & Equity
- Supply Chain

### **Practice Areas**

- Corporate
- Transactions

### **Education**

- The University of Texas School of Law (J.D., 1988)
- The University of Texas at Austin, (B.A., with high honors, 1985)
  - Member, Phi Beta Kappa

### **Admissions**

- Texas (1988)
- Texas State Courts (1988)