



# Heather L. Marx

## Member

## Minneapolis

[hmarx@cozen.com](mailto:hmarx@cozen.com) | (612) 260-9004

Heather applies her experience in the areas of complex business and commercial litigation to represent a variety of clients. Her practice includes the representation of corporations and individuals in corporate contractual and partnership disputes, customs, imports, and trade matters, real estate and leasing issues, and litigation related to leases and guaranties, bankruptcy adversary proceedings, commercial transactions and disputes, and issues of employment law and benefits. Heather is vice-chair of the firm's Customs, Imports and Trade Remedies practice. Based in Minneapolis, the practice is one of the only full-service trade practices based outside coastal hubs. She also serves as the co-managing partner of the Minneapolis office.

Heather handles contract disputes, commercial and private loan disputes, business liquidation priority issues, lease obligations, receivership appointments, real estate transactions, insurance claims, import-export contracts and litigation, and employment and labor disputes. Further, Heather's experience in bankruptcy litigation includes years of representing both debtors and creditors in significant adversary disputes and work-outs, including clawback litigation both in Minnesota and other states.

Heather advises both domestic and international clients on strategies for foreign-based manufacture, importation, and distribution of goods and how to safeguard against anti-competitive trade barriers, regulatory systems, and trade remedies. She represents clients in matters before U.S. Customs and Border Protection, the U.S. Department of Commerce, the International Trade Administration, and the U.S. Trade Representative. Cozen O'Connor's Customs, Imports, and Trade Remedies lawyers also represent the interests of clients before the United States District Courts, the U.S. Court of International Trade, and the Court of Appeals for the Federal Circuit.

Heather is involved in all aspects of litigation, from initial pleadings through discovery, motion practice, negotiated resolution, trial, and any necessary appeals. Her extensive litigation experience gives her perspective on how best to achieve her clients' goals in a cost-effective and positive manner, in even the most competitive of business environments. Having obtained significant appellate victories, she can also provide clients with the insight and excellence to understand how to protect their significant legal victories. She has authored numerous articles detailing both litigation mechanics and emerging issues in litigation involving business clients and frequently leads seminars for human resource professionals in regard to cutting-edge human resources developments.

Heather has been recognized in Minnesota and nationwide for her legal experience. She was recently named to the 2023 *Minnesota Lawyer Magazine* "Top Women in Law" list based on her leadership, professionalism, accomplishments, and passion for making a difference. In 2021, *The American Lawyer* named her to its inaugural Midwest Trailblazer list. The trailblazers are agents of change who have moved the needle at their respective firms, making significant marks on practice, policy, and technological advancements in their areas of legal practice.

She has been previously recognized by Minnesota Law & Politics as one of its Rising Stars and by *Minneapolis/St. Paul Magazine* as one of the Top Women Attorneys in Minnesota. For her pro bono work, she has been consistently recognized since 2016 with a North Star Lawyer distinction from the Minnesota State Bar, for providing more than 50 hours of pro bono legal service annually to the

### Practice Areas

- International Arbitration
- Commercial Litigation
- Customs, Imports & Trade Remedies
- International

### Education

- Georgetown University Law Center, J.D., 2002
- Gustavus Adolphus College, B.A., 1999

### Bar Admissions

- Minnesota

### Court Admissions

- U.S. Supreme Court
- Minnesota State Courts
- U.S. District Court - District of Minnesota
- U.S. Bankruptcy Court - Minnesota
- U.S. Court of International Trade
- U.S. Court of Appeals for the Eighth Circuit
- U.S. Court of Appeals for the Federal Circuit
- U.S. Tax Court

### Affiliations

- Hennepin County Bar Association
- American Bar Association
- Minnesota Women Lawyers
- American Bankruptcy Institute

### Awards & Honors

- *Minnesota Monthly*, Top Lawyers in Minnesota, 2024
- *Minnesota Lawyer*, Top Women in Law, 2023
- *The American Lawyer*, 2021 Midwest Trailblazer
- Minnesota Super Lawyers Rising Star 2008-2018
- Selected as one of the "Top Women Attorneys in Minnesota" by *Mpls. St. Paul Magazine* 2014-2018
- North Star Lawyer distinction for pro bono service 2016-2022
- Best Lawyers in America, 2025

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[hmarx@cozen.com](mailto:hmarx@cozen.com)

P: (612) 260-9004 | F: (612) 260-9084

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community.

Heather is a graduate of Gustavus Adolphus College (B.A, 1999) and Georgetown University Law Center (J.D., 2002). She is also currently an adjunct professor at the University of St. Thomas Law School, where she teaches the bankruptcy litigation clinic.

## Experience

Secured an order, which was affirmed on appeal, granting an individual defendant relief from a \$2.2 million judgment on the grounds that it had been satisfied by a prior bankruptcy payment.

Secured dismissal of claims brought on constitutional grounds against the Federal Housing Finance Agency, in its role as conservator and receiver of the Federal National Mortgage Association (“Fannie Mae”) and the Federal Home Loan Mortgage Corporation (“Freddie Mac”), by private investors seeking to nullify a series of agreements with the U.S. Department of the Treasury under which Treasury loaned Fannie Mae and Freddie Mac approximately \$187 billion in return for the companies' entire net worth less a capital buffer and a liquidation preference essentially equal to the loan. The plaintiffs argued that FHFA's director was unconstitutionally appointed and the actions of FHFA were unconstitutional, which the district court rejected. When the U.S. Supreme Court later held that the similarly appointed director of the Consumer Financial Protection Bureau had been unconstitutionally appointed, the U.S. Court of Appeals for the Eighth Circuit remanded the FHFA case back to the district court to determine whether the plaintiffs could allege any harm as a result of the unconstitutional appointment of the FHFA director. After extensive briefing and oral argument concerning plaintiffs' newly amended complaint, the court again dismissed all claims with prejudice.

Filed 11 separate lawsuits in the Court of International Trade, on behalf of as many clients in September 2020, directly challenging the validity of the third and fourth waves of tariffs the Trump Administration imposed in 2018 on goods imported from China. In loose collaboration with other leading trade practitioners, representing thousands of plaintiffs altogether, the suits contend the tariffs are invalid because the U.S. Government did not act with legitimate regulatory authority in imposing them.

Won appointment of a special receiver to control real property underlying a protracted partnership dispute by utilizing the new standards of the recently-amended Minnesota receivership statute.

Successfully traced and secured the return of funds embezzled over a significant period of time by our client's employees after forensic review confirmed the extent of damages incurred.

Successfully completed numerous, simultaneous foreclosures for our banking client, which foreclosures were required in regard to both urban and rural properties in Minnesota following the indictment and felony conviction of our client's lending customer.

Forced multiple arbitrations, both nationally and internationally, each involving the enforcement of contractual software obligations and stating seven-figure damages on behalf of our large, international corporate client.

Negotiated the successful resolution of multiple employee benefit claims following our corporate client's generational change of leadership and ensuing internal realignment.

Secured a complete defense verdict on behalf of an individual member sued by minority members of a limited liability company he formed to purchase and reconstruct a commercial building. The plaintiffs filed the lawsuit despite a Special Litigation Committee's conclusion that their claims should not be pursued on behalf of the company. After prior counsel for the client unsuccessfully moved for summary judgment, we convinced the court at trial that the plaintiffs' claims were time-barred and/or were derivative claims which the plaintiffs lacked standing to pursue.

Represented Eurofins Scientific SE in the acquisition of EAG Laboratories from affiliates of Odyssey Investment Partners. The transaction is valued at \$780 million on a cash-free, debt-free basis and includes EAG's 21 laboratories in 18 locations around the world, including subsidiaries in the United States and six other countries. This significant transaction drew upon the experience of the firm's corporate, international, antitrust, tax, real estate, transportation and trade, employment, and benefits attorneys.

Conduct in-house presentations to educate employers' human resource departments in regard to developing employment law issues surrounding social media use and prohibitions.

Regularly advise numerous long-term clients regarding varied employment law issues, including the drafting and implementation of employee policies and comprehensive employee handbooks, employee termination issues, and employee benefit programs.

Lead investigative and recovery efforts, including all necessary insurance and regulatory reporting claims, for an employer in response to multiple instances of employee accountant embezzlement, resulting in complete recovery for the employer prior to the initiation of litigation.

Successfully represented a large contract manufacturer in defense of numerous ERISA-related employment benefit claims.

Co-authored a book published by the American Chamber of Commerce, providing comprehensive guidance for employers' human resources departments in managing employment law issues including (among other topics) FLSA, ADA, and workplace investigations and discipline in Minnesota.

Obtained a full defense verdict through trial in a matter alleging our client's mishandling of partnership funds and business and alleged minority shareholder oppression.

Participated in the team conducting all necessary diligence and representing our client in a \$670 million acquisition of specialized laboratory testing and consulting services as part of our firm's international practice representing non-U.S. companies in all aspects of their U.S. acquisitions and business operations.

Successfully obtained a \$5,400,000 judgment in a contested guaranty action through all trial court and appellate levels, including a successful argument Heather presented to the North Dakota Supreme Court. Full text of the appellate decision Heather obtained is available here:  
<https://www.ndcourts.gov/court/opinions/20170275.htm>

Represented Eurofins Scientific SE in its \$670 million acquisition of Covance Food Solutions from Laboratory Corporation of America Holdings (LabCorp). The transaction drew on the experience of Cozen O'Connor's corporate, litigation, employee benefits and executive compensation, intellectual property, antitrust, and utility, environmental, and energy attorneys.

Spearheaded trade remedy litigation for import transactions, including anti-dumping and countervailing duty investigations, global and country-specific safeguards.

Conducted WTO litigation and provided advice and counsel about obligations under WTO agreements affecting goods and services.

Initiated injury proceedings on behalf of trade associations and their members.