

## Erin L. Toomey

### Partner

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Erin L. Toomey is a government contracts attorney, assisting companies to reduce their risk and maximize their recovery when contracting with the government. Erin represents clients in a range of industries, including automotive, aerospace, construction, information technology, and health care, and counsels such clients in all areas of government procurement, employing innovative and effective legal strategies to protect and promote her clients' objectives. She is a partner in the firm's Government Procurement and Government Solutions Practices.

Erin represents both small and large businesses throughout all phases of contract award, performance, and closeout. She counsels clients during the solicitation and proposal phase by identifying and mitigating against potential risks. Erin assists government prime contractors and subcontractors in drafting, reviewing, and negotiating government contracts that best protect their interests. She also drafts supplier terms and conditions that contain clauses required by promote the client's business objectives.

Erin focuses on FAR Part 12, commercial product and service contracting. She prepares commercial product and service justifications for her clients and negotiates commercial product and service prime contracts and subcontracts to contain only those clauses that are required for commercial product and service contractors. She also assists clients in negotiating and complying with GSA Multiple Award Schedule contracts and responding to GSA OIG audits.

Erin also assists clients in negotiating and complying with federal government grants, cooperative agreements, other transaction agreements (OTAs), and Cooperative Research and Development Agreements (CRADAs).

Erin works with government contractors during contract performance to, *inter alia*, protect their intellectual property rights, comply with equal employment opportunity requirements, comply with security clearance requirements, and prepare small business subcontracting plans. Erin also assists clients in responding to

government audits and closing out contracts.

Erin's practice includes litigating government contract requests for equitable adjustments, claims, and other disputes to maximize the contractor's recovery or to avoid liability. Erin assists clients in appealing terminations for default and preparing termination for convenience settlement proposals. Erin also represents clients in pre-award and post-award bid protests before the agency, GAO, and the Court of Federal Claims.

Erin's practice includes designing contractors' compliance programs to ensure that they include necessary policies and procedures and provide employees with the requisite guidance to reduce the risk of compliance violations that might expose the contractor to significant civil or criminal liability or suspension or debarment. Erin prepares codes of conduct, drafts policies and contract procedure manuals, and conducts tailored government contract training programs for contractors and their employees, emphasizing key requirements and best practices.

If a government contract compliance issue arises, Erin performs internal investigations, prepares disclosures, represents clients during government investigations, and advises contractors regarding avoiding suspension and debarment.

Combining all of the skills identified above, Erin routinely counsels clients, including private equity funds, acquiring or selling the stock or assets of government contractors. When representing the buyer in these types of transactions, Erin performs due diligence regarding the target's government contracts compliance, identifies for the client any risks of significant liability or suspension or debarment post-acquisition, and assists in the drafting and negotiation of government contract related representations and warranties, indemnification provisions, and other key clauses in the purchase agreement and disclosure schedules to minimize the purchaser's risk. When representing the seller, Erin assists in responding to due diligence requests, preparing disclosure schedules, and reviewing and negotiating the government contract related provisions in the purchase agreement. Erin also assists with change-of-name agreements and novations.

## **Awards and Recognition**

- *DBusiness Top Lawyer* in the area of government relations law (2013)
- Named as an Up and Coming Lawyer by *Michigan Lawyers Weekly*, a recognition bestowed upon only 20 attorneys in the state (2011)
- Selected for inclusion in the *Michigan Super Lawyers – Rising Stars®* editions for her work in government contracts (2012 – 2014)
- Winner of the Detroit Metropolitan Bar Association's Barrister's Pro Bono Award (2010)

## **Affiliations**

- Board of Directors – Women in Defense – Michigan Chapter, formerly a director of mentorship
- Board of Directors – Northville Youth Football Association, General Manager

## **Presentations and Publications**

Erin speaks at government procurement seminars and authors and co-authors numerous publications including:

- “Government Contracts: Federal Grants and Cooperative Agreements Compliance,” *Practical Law* (2023)
- “Government Contracts: Service Contract Labor Standards Compliance,” *Practical Law* (2023)
- “Government Contracts: GSA Multiple Award Schedule Contracting,” *Practical Law* (2023)
- “Federal Government Contracts: Overview,” *Practical Law* (2022)
- “Government Contracts: Small Business Concerns,” *Practical Law* (2022)
- “Acquiring a Federal Government Contractor: Avoiding Pitfalls,” *Practical Law* (2022)
- “Meeting the Definition of a Small Business Concern Checklist,” *Practical Law* (2022)
- “Government Contracts: Teaming Agreements and Other Teaming Arrangements,” *Practical Law* (2022)
- “Government Contracts: Reduced Risk Through Commercial Product and Commercial Service Contracting,” *Practical Law* (2022)
- “Government Contracts: Other Transaction Authority,” *Practical Law* (2022)
- “Government Contracts: Protecting Intellectual Property,” *Practical Law* (2021)
- “How Credit Managers Can Reduce Risk in Federal Contracting,” *Business Credit* (June 2016)
- “Transactional Attorneys Beware – Avoiding Pitfalls When Acquiring a Federal Government Contractor,” *The Michigan Business Law Journal* (Fall 2012)
- “Lawyers Don’t Look Good in Stripes: Lawyers, The New Target of Federal Prosecution,” *Michigan Bar Journal* (December 2007)

## Sectors

- International Trade & National Security
- Manufacturing
- Supply Chain

## Practice Areas

- Corporate
- Government Procurement
- Government Procurement Business Formation & Structure
- Government Procurement Compliance & Training
- Government Procurement Mergers, Acquisitions, Due Diligence & Novations
- Government Procurement Special Performance Issues
- Government Procurement Supply Chain Regulation
- Government Solutions

## Education

- Northwestern University School of Law (J.D., cum laude, 2004)

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- University of Michigan, Ann Arbor (B.A., 2000)
  - Graduated with high distinction

## **Admissions**

- Michigan
- United States Court of Federal Claims