



Brenton Twitchell

Partner

☎ 206.777.7514 📍 Seattle Office
✉ brenton.twitchell@millernash.com

“Clients appreciate my dedication, approachability, and strategic thinking. I care deeply about their success. I get to know them and their businesses. Together, we craft strategies anticipating obstacles and focusing on their goals.”

Brenton Twitchell partners with growing construction, real estate, and services businesses to proactively and thoughtfully guide them through the legal aspects of achieving their business objectives. He routinely assists owners and management in:

- Navigating complex mergers and acquisitions.
- Creating and structuring legal entities and businesses, including for development projects.
- Raising capital through private securities offerings.
- Forming strategic alliances.
- Managing vendor, supplier, and contractor relationships.
- Complying with fiduciary and governance obligations.
- Planning around incentivizing employees and issues related to succession.

Brenton has also represented companies in the technology (including AI), biotech, renewable energy, food and beverage, and manufacturing industries.

Brenton has extensive experience negotiating transactions. His approach is collaborative and team-based, leveraging a wealth of experience and insight, both his own and that of his colleagues, on behalf of clients. Clients often rely on Brenton to act as their primary outside counsel, coordinating legal teams and business teams to achieve the desired business objectives. Brenton enjoys educating clients and their in-house teams, and provides presentations on topics including contract management, contractual risk allocation, and navigating mergers and acquisitions.

Before private practice, Brenton served as a law clerk to Justice James M. Johnson of the Washington State Supreme Court and was a project supervisor at a class action administrator. Brenton is an Eagle Scout, has served as a local Boy Scout troop leader, and presently coaches youth soccer. He lived in Brazil for a number of years where he engaged in service work in towns and villages along the Amazon River. Brenton is active in Miller Nash’s pro bono efforts, representing asylum seekers as well as local nonprofits in a variety of matters.

Education

J.D., University of Arizona,
summa cum laude, 2012
▪ Order of the Coif

B.A., Brigham Young
University, *magna cum
laude*, 2008

Bar Admissions

Washington, 2012

Languages

Portuguese

Professional Activities

- Association for Corporate Growth, Seattle Chapter, Member
- Washington State Bar Association, Member
- Washington State Supreme Court, Justice James M. Johnson, Law Clerk, 2012-2013

Civic Activities

- Team Firebirds of the Issaquah Football Club, Youth Soccer Coach — Girls U-9.

Representative Experience

Mergers & Acquisitions; Strategic Transactions

- Assisted a lifting and rigging company in its \$25 million sale to a larger private-equity-backed competitor, navigating complex earnout mechanics and related issues.
- Advised a growing real estate business through multiple acquisitions of certain of its regional competitors (ranging from \$3–6 million each) during a relatively short three-year window as this business expanded its operations and footprint.
- Counseled multiple building systems engineering firms (e.g., HVAC, fire monitoring and suppression, security, etc.) in the sale of their businesses (ranging from \$10–25 million each) to private-equity-backed buyers.
- Assisted the owners of a competitor to an engineering and construction business in acquiring part of the equity of that business from its second-generation owners—who had outstanding obligations to the first generation—navigating complex debt, management, and succession issues.
- Advised the owner of a mid-market-focused commercial construction firm in the sale of his equity to his son and long-term manager.
- Counseled a prominent local nonprofit corporation with a substantial interest in real estate in its evaluation of, and eventual partnering via affiliation agreement with, another prominent local nonprofit corporation with substantial real estate assets.
- Assisted a long-time manager of a shipping and logistics company doing a substantial volume of business in acquiring the equity of the business from its ownership (\$10 million).
- Negotiated and developed a strategic alliance agreement for a local manufacturer to partner with an international manufacturer and services business to secure larger, more lucrative contracts.
- Guided a local technology services business through a merger with a competitor from another state, helping the business resolve complaints from a troublesome minority shareholder to complete the deal in a timely manner.
- Assisted the owners of a local, innovative technology company operating in the health care industry in selling their equity in the company for approximately \$100 million.

Private Securities Offerings; Fund Formation

- Advised a multifamily real estate developer leveraging innovative efficiency multipliers through the setup and funding (a mix of equity and debt) of multiple development projects throughout Washington State using a local, national, and international investor base.
- Assisted a mixed-use developer with a multi-state footprint through the formation of a real estate fund, navigating complex securities, tax, and investment adviser regulatory issues.
- Counseled a multi-state hotel developer through multiple private offerings.
- Guided a regional company operating in the hospitality industry through a \$20 million private securities offering.
- Advised an autonomous vehicle company in its evaluation of investment offers from major corporations and venture capitalists.

- Aided a company designing and manufacturing high-end sports equipment in raising capital from a wealthy foreign financier.

Contract Negotiation

- Assisted a local company manufacturing and distributing products all over the world in negotiating and drafting various supplier, vendor, and sales agreements with global parties.
- Guided a sales executive with a large book of business in the evaluation and negotiation of an employment offer and agreement which included incentive equity grants and options to purchase equity.
- Negotiated and developed a \$1 million client services agreement for a technology services business, which included part of the compensation taking the form of equity.

Legal Entity Formation & Structuring

- Assisted multiple real estate developers of single-family, multi-family, and mixed-use projects in formation (e.g., partnerships and limited liability companies), governance, and related matters.
- Advised a professional athlete and a collegiate-level coach form a limited liability company and then subsequently acquire a sports-related franchise business.
- Guided the co-founders of a new technology venture in the health care space through the corporate formation process, as well as locating and connecting them with appropriate regulatory counsel and compliance experts.
- Counseled the owner of a growing services business through the restructuring of his various legal entities and operations to provide for more operational efficiency, a more efficient tax structure, and better platform for future expansion.

Publications

- “The Corporate Transparency Act Takes Effect January 1, 2024: What Businesses Need to Know and How to Prepare for the New FinCEN Regulations,” Miller Nash LLP (Dec. 2023)
- “The Entrepreneur’s Guide from Start to Finish,” Ryan, Swanson & Cleveland
- “An Introduction to Convertible Notes, What They Are, and Why You Might Consider Using Them,” Washington State Bar Association, Advising the New Tech Startup: Financing & Ethical Considerations, Business Law Section CLE (Apr. 2015)

Presentations

- “Dealmaking in M&A Transactions,” Willamette University School of Law Business Law Society, panelist (Feb. 2026)
- “Considerations for Representations and Warranties and Key Indemnification Provisions,” Miller Nash, presentation for International Business Associates (May 2025)
- “Essentials of Startup Formation,” TiE Institute & TiE Nurture Accelerator Program (May 2023)
- “Complying with the Corporate Transparency Act—What You Need to Know,” National Federation of Paralegal Associations, 2021 Convention: Continuing Legal Education (Oct. 2021)
- “Paralegals Role in Mergers and Acquisitions,” Lorman Education Services (Apr. 2020)
- “Robo Advice,” Puget Sound Area Chief Compliance Officers Registered Investment Advisors (Jan. 2017)
- Advising the New Tech Startup: Financing & Ethical Considerations, Washington State Bar Association, Business Law Section CLE (Apr. 2015)

Recognition & Honors

- Selected for inclusion in *Best Lawyers: Ones to Watch*® (Seattle, WA)
 - Business Organizations (including LLCs and Partnerships), 2024
 - Corporate Law, 2023-2024
 - Securities/Capital Markets Law, 2022-2024
- Selected for inclusion as a Washington Super Lawyer—Rising Star, 2020-2024

Personal Activities

Brenton enjoys spending time with his wife, Martha, their three kids (identical twin sons and a daughter), and their dog, Mila. Brenton and Martha both grew up in the greater Seattle area and have deep ties to the Pacific Northwest. Brenton rides a Kawasaki ER-6N, enjoys sci-fi movies and shows, and likes any sport or activity that involves going into the mountains.