



## US IMMIGRATION AND NATIONALITY LAW

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**Q** : My company is conducting due diligence in connection with a possible acquisition of another company. What immigration-related issues should be addressed while we conduct due diligence on the target company?

**a** : The importance of immigration-related due diligence in merger and acquisition ("M&A") deals has increased dramatically over the past several years, especially in industries that employ historically high numbers of unauthorized workers, such as agriculture, food processing, dining, construction, hospitality, manufacturing, and retail. U.S. Immigration and Customs Enforcement ("ICE") worksite enforcement initiatives are resulting in record numbers of indictments, arrests, and convictions of company owners and HR personnel for various violations. Given the increase in enforcement, potential buyers should be concerned about acquiring immigration risks with their acquisitions. Some issues for buyers to consider include: I-9 compliance by the seller; whether the seller is enrolled and in compliance with E-Verify; the possibility that the seller, through its supervisors or owners, has actual or constructive knowledge that any of its workers lack work authorization; potential liabilities stemming from the seller's representations to government agencies or the seller's compliance obligations relating to applications or petitions submitted on behalf of employees for immigration-related benefits; and seller's prior history, if any, of immigration-related encounters with enforcement agencies.