



**Dan F. Laney**  
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**Education**

J.D., *cum laude*, University of South Carolina, Order of the Coif, 1980

B.A., *magna cum laude*, South Carolina Honors College, University of South Carolina, Phi Beta Kappa, Phi Eta Sigma

**Bar Admissions**

Georgia, 1986

New York, 1981

South Carolina, 1980

United States District Court  
Northern District of Georgia

United States District Court Middle  
District of Georgia

United States District Court  
Southern District of New York

United States District Court Eastern  
District of New York

United States Court of Appeals for  
the Second Circuit

United States Court of Appeals for  
the Eleventh Circuit

United States District Court for the  
Third Circuit

**Practices**

Class Actions

Consumer

Securities

**OVERVIEW**

Dan Laney has practiced law since 1980 with a practice emphasis in complex business litigation, including trial and appellate work, arbitrations and mediations. He represents clients in securities actions and arbitrations, insurance and insurance brokerage disputes, securities regulatory matters, class actions, employment restrictive covenant disputes, shareholders derivative actions and complex business litigation.

Dan is admitted to practice in Georgia, New York and South Carolina. He spent the first five years of his legal practice with a major New York City law firm, focusing on complex securities, insurance and business litigation, before moving to Atlanta and joining Rogers & Hardin in 1985. He has been a partner at Rogers & Hardin since 1988 and serves on the Firm's Executive Committee.

**REPRESENTATIVE EXPERIENCE**

- Defeated a shareholders derivative action in United States District Court and won an award of attorneys' fees against the unsuccessful plaintiffs. The district court's decision was affirmed by the United States Court of Appeals.
- Defense of an action brought against eight national securities brokerage firms regarding short-selling in a general attack on national short-selling securities clearing procedures and practices.
- Represented the private purchasers in litigation over several hundreds of millions of dollars in a post-acquisition purchase price adjustment dispute following the \$8 billion sale of an operating division of a Fortune 500 company. The matter was litigated in Delaware Chancery Court as well as arbitration of certain working capital issues before a Neutral Auditor.
- Defense of a company and some of its executive officers in an action in United States District Court against various claims (including claims of fraudulent conveyance) by a litigation trust in connection with a leveraged buyout. Plaintiff's claims seek almost \$1 billion.
- Defended a national class action seeking hundreds of millions of dollars in Georgia



Complex Business Litigation	Superior Court arising from the sale of credit insurance with respect to automobile purchases.
Contract Disputes	
Business Torts and RICO	– Defended two related shareholder class actions and shareholder derivative actions in Georgia Superior Court arising from the terminated corporate acquisition of a media company. The actions were dismissed on motions to dismiss.
Insurance-Related Litigation	
Protection of Trade Secrets and Proprietary Information	– Defended a national securities brokerage firm and one of its district directors against a dozen arbitrations and an SEC investigation arising from the firm’s sale of high-yield bonds on margin to customers. The SEC closed its investigation and took no action. All of the arbitrations except one settled. The remaining arbitration was brought by approximately 30 foreign national claimants who sought tens of millions of dollars in compensatory damages. Trial took place in Houston and required 100 days. In addition to resolving the substantive claims, the panel awarded our client \$1,000,000 in attorneys fees against the Claimants.
Auditors and Accountants	
Restrictive Covenants, Trade Secrets and Proprietary Information	
Securities Litigation	
Shareholder Class Actions	
SEC and FINRA Investigations and Litigation	– Represented the CEO and Chairman of a communications company in two triple derivative actions in United States District Court relating to alleged usurpation of corporate opportunities and assets with respect to the accumulation of radio frequency licenses involved in digital cellular telephone services. After successfully turning back an attempt to enjoin the merger of the company with an NYSE company, the Court, at our urging, appointed a managing receiver for the corporations and realigned the receiver as plaintiff. The defendants then settled with the Receiver. The district court approved the settlement over the objection of the shareholder plaintiffs, and the U.S. Court of Appeals affirmed.
Representation of Auditors and Investment Bankers	
Broker-Dealer Litigation and Arbitration	
Shareholder Derivative Action / Officer and Director Defense	
Special Committee Representation	
Internal Investigations	– Represented all of the former directors of a textile company in a shareholders class action brought in United States District Court on behalf of shareholders who contended that the price they received for their stock in a cash-out merger was too low. We won on a motion for summary judgment.
Corporate Control Disputes	– Represented the outside directors of a major national bank in the defense of a class action in United States District Court against a class of shareholders in connection with the merger with another bank. We were successful in getting our clients dismissed from the action on a motion of summary judgement. – Defended innumerable errors and omissions claims against insurance brokers and human resources firms involving many areas of insurance coverage and benefits. – Defended countless restrictive covenant, raiding and trade secret claims involving various businesses, including technology companies, insurance brokerage firms and securities brokerage firms. – Defended an executive officer of a major securities brokerage firm against an SRO regulatory claims of failure to supervise. Won a dismissal of all claims against the officer and the firm. – Defended a putative consumer class action against a credit card issuer regarding



alleged problems with services provided by medical service provider.

- Defended a putative consumer class action in United States District Court against a lender arising from consumer real estate loan closings in South Carolina.

### **PROFESSIONAL AND COMMUNITY ACTIVITIES**

- American Bar Association
- Federal Bar Association
- Atlanta Bar Association
- American Judicature Society
- Securities Industry and Financial Markets Association (Member, Compliance & Legal Division)
- Mr. Laney is a Master of the Bench in the Lamar Inn of Court at Emory University School of Law.

### **PROFESSIONAL RECOGNITION**

- *Best Lawyers in America* - Commercial Litigation
- *Georgia Super Lawyers* - Business Litigation, Securities Litigation, Insurance Coverage
- *Benchmark Litigation* - Litigation Stars in Georgia

### **RECOGNITIONS**

- 3 Partners in March 2010 Corporate Counsel Edition
- 11 Partners Ranked as 2010 Georgia Super Lawyers
- 7 R&H Partners listed in LITIGATION 2009
- 9 R&H Partners Listed in Benchmark Litigation 2010
- 10 Attorneys Ranked as 2009 Georgia Super Lawyers
- R&H Recognized in Best Lawyers in America 2009
- R&H Recognized in Best Lawyers in America 2010
- R&H Attorneys Recognized in The Best Lawyers in America 2011