



Dan F. Laney
Partner

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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, shareholder derivative actions, legal malpractice litigation 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.

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

Assistant

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Education

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

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

Bar Admissions

Georgia

New York

South Carolina

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 Third Circuit

United States Court of Appeals for the Eleventh Circuit

Practices

Class Actions

Consumer

Complex Business Litigation

Insurance-Related Litigation

Securities Litigation

Contract Disputes

Business Torts and RICO



Auditors and Accountants

Restrictive Covenants, Trade Secrets
and Proprietary Information

Shareholder Class Actions

SEC and FINRA Investigations and
Litigation

Representation of Auditors and
Investment Bankers

Broker-Dealer Litigation and
Arbitration

Shareholder Derivative Actions /
Officer and Director Defense

Corporate Control Disputes

Professional Liability and Disciplinary
Proceedings

Legal Malpractice Defense

Appellate

Superior Court arising from the sale of credit insurance with respect to automobile purchases.

- 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.
- Defended a national law firm in a complex action alleging legal malpractice and breach of fiduciary duties with respect to a securitization transaction involving music copyrights. Plaintiffs complained about the quality of the work with respect to the securitization transaction and about tax advice given with respect to the transaction. There were also allegations that the law firm breached its fiduciary duties to the Plaintiffs out of a desire to benefit a specific principal.
- 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.
- 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.
- 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.
- 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 judgment.
- 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

- Master of the Bench and a member of the Executive Committee of the Lamar Inn of Court at Emory University School of Law
- Trustee of the Eleventh Circuit U.S. Court of Appeals Historical Society
- American Bar Association
- Federal Bar Association
- Atlanta Bar Association
- American Judicature Society
- Bar Association of the City of New York
- SIFMA Compliance and Legal Society

PROFESSIONAL RECOGNITION

- *Benchmark Litigation*: Local Litigation Star in Georgia for expertise in the Insurance, General Commercial, and Securities categories.
- *The Best Lawyers in America*® - Commercial Litigation, Litigation-Securities
- *Georgia Super Lawyers* - Business Litigation, Securities Litigation, Insurance Coverage
- Recognized as a Top Rated Lawyer in *Georgia's Legal Leaders*

PUBLICATIONS

- FINRA Dispute Resolution Task Force Issues Its Final Report and Recommendations
- The Omnicare Decision: The U.S. Supreme Court Eliminates Subjective Falsity As An Element Of “Material Omission” Claims Under Section 11 Of The Securities Act That Are Based On Statements Of Opinion
- Client Advisory: FINRA Regulatory Notice to Members 14-40 (“NTM 14-40”)

- SEC Approves FINRA Rule to Prohibit Conditioning Settlements on Expungement
- United States Court of Appeals for the Second Circuit Provides Clarification on Definition of Customer Under FINRA Rules

RECOGNITIONS

- 12 Rogers & Hardin Partners Recognized by Super Lawyers
- Rogers & Hardin Receives 2019 Benchmark Litigation Highly Recommended Ranking
- The Best Lawyers in America® Recognizes 14 Rogers & Hardin Partners
- Rogers & Hardin Recognized by The Daily Report as Litigation Team of the Year
- 12 Rogers & Hardin Partners Recognized by Super Lawyers
- U.S. News - Best Lawyers® "Best Law Firms" Recognizes Rogers & Hardin
- Rogers & Hardin Receives 2018 Benchmark Litigation Highly Recommended Ranking
- The Best Lawyers in America® Recognizes 15 Rogers & Hardin Attorneys
- Rogers & Hardin Recognized in 2017 Chambers USA Guide
- 12 Rogers & Hardin Attorneys Recognized by Super Lawyers
- U.S. News - Best Lawyers® "Best Law Firms" Recognizes Rogers & Hardin
- Rogers & Hardin Recognized as Corporate America 2016 Legal Elite
- Rogers & Hardin Recognized in 2016 Chambers USA Guide
- 14 Rogers & Hardin Partners Recognized by Super Lawyers
- U.S. News - Best Lawyers® "Best Law Firms" Recognizes Rogers & Hardin
- Rogers & Hardin Receives Benchmark Litigation's Highest Ranking In 2016
- Rogers & Hardin Receives Benchmark Litigation's Highest Rating In 2015