



Michael M. Boone

Partner

michael.boone@haynesboone.com

Dallas

+1 214.651.5552

PRACTICES Corporate, Mergers and Acquisitions, Corporate Strategic M&A, Capital Markets and Securities, Corporate Governance, Public Company Transactions, Family Office, Higher Education, Sports Law

Mike Boone is one of the co-founders of the firm. He has more than 40 years of experience in mergers and acquisitions, corporate finance, securities transactions, and board of director representations. Mike has been selected as one of the 25 greatest Texas lawyers of the past quarter-century and the "Go-To-Lawyer" in Texas in the field of corporate/business law by *Texas Lawyer Magazine*, ALM Media Properties, LLC, 2010. He was also named a "2015 Lawyer of the Year" in Corporate Governance by *Best Lawyers*, Woodward/White, Inc., was recognized by *Chambers USA*, Chambers and Partners, 2016-2021, as one of the leading practitioners in Texas for Corporate/M&A, and was featured in *D CEO Magazine's* Dallas 500, *D Magazine Partners*, as one of the "most influential leaders in North Texas" from 2016-2020.

Selected Publications

- The Ins and Outs in Drafting MAE/MAC Clauses, Termination Rights and Other Heavily Litigated Provisions in Acquisition Agreements
 - Duty of Directors in Preventing Corporate Wrongdoing
 - The Ins and Outs of Properly Organizing and Operating Special Independent Board Committees
 - Making Board Minutes Count
 - Advising the Independent Director in the Post-Enron Era
 - Corporate Governance, Ethical Conduct and Public Disclosures in the Post-Enron Era
 - The Ins and Outs of Audit Committees in the Post-Enron Era
 - SEC Regulation Fair Disclosure (FD) - A Briefing for Corporate Directors
 - The Ins and Outs in Handling Difficult Board Meetings - Practical Tips for Legal Advisors
 - Mergers and Acquisitions - Dealing with Difficult Issues
 - Techniques and Strategies in Protecting an Acquisition Transaction
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QUALIFICATIONS

EDUCATION

- J.D., Southern Methodist University Dedman School of Law, 1967, Associate Editor, *SMU Law Review*, 1966-1967
- B.B.A., Accounting, Southern Methodist University, 1963

ADMISSIONS

- Texas
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PROFESSIONAL AFFILIATIONS AND ENGAGEMENTS

- Member of Board of Trustees of SMU (Chair, 2014-Present)
 - Member of the Executive Committee of the SMU Dedman School of Law
 - Former Adjunct Professor of Law (Securities Law) at SMU Dedman School of Law
 - Former Chairman of Business Law Section (Texas State Bar)
 - Former President of Highland Park School Board
 - Former Member of the Board of Trustees of Abilene Christian University
 - Former Chairman of the Dallas Citizen Council
 - Business Law Section, State Bar of Texas
 - American Bar Association
 - Dallas Bar Association
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SELECTED CLIENT REPRESENTATIONS

- Represented Perot family in Dell's acquisition of Perot Systems.
 - Represented ClubCorp in its acquisition by KSL Capital Partners.
 - Represented Affordable Residential Communities Inc. in its acquisition of NLASCO.
 - Represented Special Board Committee of NYSE company in an insider trading investigation.
 - Represented Texas Genco Holdings Special Board Committee in auction process resulting in its acquisition by a group of private funds.
 - Represented Special Board Committee of Centex Construction in connection with its spinoff from Centex Corp.
 - Represented Trinity Industries in its acquisition of Thrall Railcar Manufacturing.
 - Represented a public company in a proxy fight for board control.
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AWARDS AND RECOGNITION

- Featured in *D CEO Magazine's* Dallas 500, D Magazine Partners, as one of the "most influential leaders in North Texas," 2016-2020
 - Named the Best Lawyers' 2012 Dallas Corporate Governance Law Lawyer of the Year; Recognized as a *Best Lawyer in America* for Corporate Governance and Compliance Law and Corporate Law, Woodward/White, Inc., 2009-2022
 - Recognized by *D Magazine*, D Magazine Partners, in "Best Lawyers in Dallas" for Corporate Law, 2015-2021
 - Recognized as a "2015 Lawyer of the Year" in Corporate Governance by Best Lawyers, Woodward/White, Inc., 2015
 - Recognized as a Best Business Lawyer in Dallas for Corporate Finance/Mergers & Acquisitions by *D Magazine*, D Magazine Partners, 2009, 2011-2012, 2014
 - Recognized by *Chambers USA*, Chambers & Partners, as one of the leading practitioners in Texas for Corporate/M&A, 2008-2021
 - Recognized by *Chambers Global*, Chambers & Partners, as a Senior Statesperson in the Corporate/M&A Practice Group, 2019
 - Recognized in *Texas Super Lawyers*, Thomson Reuters - Mergers and Acquisitions (2008-2020) Corporate Governance & Compliance, Securities & Corporate Finance, 2013-2016
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HAYNES BOONE

- Listed in *Who's Who Legal, The International Who's who of Business Lawyers*, Law Business Research Ltd., Mergers & Acquisitions, 2013
- Recipient of the Folsom Leadership Award for Civic Leadership, 2012
- Friend of the Year Award from the Friends of Texas Public Schools, 2006
- Recipient of the Distinguished Law Firm Leader Award from *The American Lawyer*, ALM Media Properties, LLC, 2011
- Selected as a Dallas Business Hall of Fame Laureate, 2010
- Recognized as one of the 25 greatest Texas lawyers of the past quarter-century by *Texas Lawyer Magazine*, ALM Media Properties, LLC, 2010
- Distinguished Alumnus of Phi Gamma Delta, 2008
- J. Erik Jonsson Ethics Award, 2008
- Jack Lowe, Sr. Award for Community Leadership, 2006
- Distinguished Alumnus of SMU Cox School of Business, 2006
- Justinian Award for Public Service, 2004
- Next Millennium Award from the Freedom's Foundation at Valley Forge for involvement in education, 1999
- Distinguished Alumnus of Highland Park High School, 1998
- Distinguished Alumnus of SMU, 1996
- Distinguished Alumnus of SMU Dedman School of Law, 1990