



Carrie L. Huff

Partner

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PRACTICES Litigation, Securities and Shareholder Litigation, Internal Investigations, Family Office, Fiduciary Disputes, Class Action Defense

Carrie Huff has practiced more than 30 years at Haynes and Boone representing clients in complex commercial litigation. Carrie has extensive experience in securities and shareholder litigation, class actions, fiduciary disputes and professional ethics/liability of lawyers.

Carrie frequently represents corporations and their officers and directors in defending shareholder derivative suits and securities class actions. Carrie also has defended class actions involving a variety of claims such as alleged breach of contract, negligence and statutory violations. In addition, Carrie has defended trustees against claims alleging breach of fiduciary duties and other claims of trust management. For example, Carrie has successfully represented the trustees of two large Texas family trusts in multi-court litigation against allegations of mismanagement, breaches of fiduciary duty and civil RICO violations related to the sale of a trust-owned corporation. This frequent headline-grabbing family dispute was resolved through a global settlement of related litigation in federal, state district and probate courts.

Carrie also has represented lawyers and law firms in malpractice suits and disqualification proceedings. Carrie advises outside and in-house counsel regarding ethical issues such as conflicts of interest, attorney-client privilege and the unauthorized practice of law. Carrie has earned the respect of her peers in the area of attorney ethics and serves as an Assistant General Counsel of the firm. Carrie is listed in *The Best Lawyers in America*, Woodward/White, Inc., in Litigation – Securities (2021-2023) and also is AV® Peer Review Rated Preeminent by *Martindale-Hubbell® Law Directory*.

In addition to practicing law, Carrie is active in the legal profession and the community. Carrie frequently speaks and writes on topics relating to securities issues, corporate governance, attorney-client privilege and ethics. Carrie served many years on the Council for the State Bar of Texas Antitrust and Business Litigation section. As an avid arts supporter, Carrie also enjoys serving on the Board of the Dallas Winds.

QUALIFICATIONS

EDUCATION

- J.D., Southern Methodist University Dedman School of Law, 1988, *cum laude*; Notes and Comments Editor, *The Journal of Air Law & Commerce*; Order of the Coif; The Barristers

HAYNES BOONE

- B.S., Business Administration (Accounting), Drake University, 1985, *summa cum laude*

CLERKSHIPS

- Law Clerk to the Honorable Barefoot Sanders, United States District Judge, Northern District of Texas, 1988-89

ADMISSIONS

- Texas

COURT ADMISSIONS

- U.S. Court of Appeals for the Fifth Circuit
 - U.S. District Court for the Eastern District of Texas
 - U.S. District Court for the Northern District of Texas
 - U.S. District Court for the Southern District of Texas
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PUBLICATIONS AND SPEAKING ENGAGEMENTS

- “Securities Class Actions – Going the Way of the Dinosaurs?” panelist, Professional Liability Underwriting Society (PLUS) International Conference, November 2015.
 - “The Future of Securities Class Actions, Post-Halliburton,” panel speaker, Professional Liability Underwriting Society (PLUS) International Conference, November 2014.
 - “The Supreme Court's Class Action Revolution: What's in Store for Class Action Litigation in 2012?” panel moderator for presentation at Texas State Bar Annual Meeting, June 2012.
 - “Texas Securities Act: Recent Developments in Private and Regulatory Actions,” panel moderator for joint program by Dallas Bar Association Securities Section and Texas State Bar Antitrust & Business Litigation Section, February 2012.
 - “Back to the Future: A New Wave of FDIC Litigation Impacts D&O, E&O and Fidelity Exposures,” panel speaker, Professional Liability Underwriting Society (PLUS) Texas Chapter CE/CLE Workshop, September 2011.
 - “Preserving Attorney-Client Privilege in Class Action Litigation,” author, sponsored by Class Action Law Monitor and Strafford Publications, August 2008.
 - “What Every Director Should Know About D&O Insurance,” speaker, presented to the Women Corporate Directors, Dallas Chapter, January 2008.
 - “Privilege Tips for In-House Counsel with Dual Legal Roles,” author, published in the Dallas Bar Association's *Headnotes*, April 2010.
 - “Protecting the Attorney-Client Privilege for In-House Counsel with Dual Legal and Business Roles,” author, originally published by *Bloomberg Finance, L.P.*, December 2008.
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PROFESSIONAL AFFILIATIONS AND ENGAGEMENTS

- Dallas Bar Association
 - State Bar of Texas
 - Texas Bar Foundation
 - American Bar Association
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SELECTED CLIENT REPRESENTATIONS

- **Defense of Merger and Acquisition Litigation.** Representation of Adams Golf and its board of directors in shareholder class action suit alleging breaches of fiduciary duty in connection with board approval of acquisition by TaylorMade-adidas Golf. Resolved by disclosure settlement; Representation of independent directors of Frozen Food Express Industries, Inc. in multiple suits arising from the company's announced acquisition. Played a significant role in defeating the plaintiffs' motion for preliminary injunction to halt the transaction and in obtaining the subsequent voluntary dismissal of all actions.
- **Defense of Trust Fiduciary Litigation.** Representation of trustees of two large trusts in multi-court litigation against allegations of civil RICO violations, claims of mismanagement related to sale of trust-owned corporation and other breach of fiduciary duty claims. Resolved through global settlement of related litigation in federal, state district and probate courts.
- **Defense of Auction Rate Securities Suit.** Defended a major broker-dealer firm sued in Texas state court under the Texas Securities Act for selling auction rate securities. The case was settled before trial.
- **Defense of Oil and Gas Accounting Class Action.** Defended oil and gas companies in a class action lawsuit brought by royalty and working interest owners challenging the accounting for oil and gas severance taxes in Texas. Obtained favorable settlements for each client before a hearing on class certification.
- **Dismissal of Red-Light Camera Class Action.** Defended red-light camera company in federal class action challenging failure to obtain Texas private investigator license, alleging negligence per se, and seeking monetary and injunctive relief. Obtained dismissal of the suit that was affirmed on appeal. *Bell v. American Traffic Solutions, Inc.*, No. 09-10722, 2010 U.S. App. LEXIS 6001 (5th Cir. Mar. 23, 2010).
- **Defense of Accounting Restatement Case.** Obtained dismissal and denial of class certification for a large pump manufacturer in a federal securities suit alleging accounting misstatements and false earnings projections, which was remanded for further proceedings after appeal and then settled.
- **Dismissal of Securities Class Action.** Obtained dismissal of a putative securities class action against a company that provides wireless communications services, its chief executive officer, its chief financial officer and two outside directors alleging misrepresentations and omissions regarding the company's subscriber numbers and their effect on accounts receivable and revenue. *In re Alamosa Holdings, Inc. Sec. Litig.*, 382 F. Supp 832 (N.D. Tex. 2005). As a result of the dismissal of the federal securities action, the plaintiffs in a related shareholder derivative case voluntarily dismissed their claims.