



## Richard P. Rollo

### Director

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Rich Rollo focuses his practice primarily on representing Delaware entities, their directors and other constituencies in corporate litigation in the Delaware Court of Chancery, handling matters such as shareholder class actions and derivative suits, contested shareholder elections and contested mergers and acquisitions. A director in the Corporate Department, Rich also advises the firm's clients on electronic discovery issues in complex litigation.

The author or co-author of articles related to e-discovery and Delaware corporate law, Rich has spoken on these topics at various seminars and CLEs. In law school, he was a member of the *Florida Law Review*.

### Experience

- *Gore and Hyatt vs Al Jazeera America Holdings, CA. Nos. 10040, 11465-VCG (Del. Ch.)* - represented plaintiffs in dispute regarding claims against a transaction escrow account
- *TCV vs TradingScreen, CA. No. 10164-VCL (Del. Ch.)* - represented preferred stockholders in dispute regarding mandatory redemption rights
- *Eagle Force Holdings vs Campbell, CA. No. 10803-VCP (Del. Ch.)* - represented founder in a control dispute concerning a technology business, headquartered in Virginia
- *Hawthorne & York International vs Oliveira, CA. No. 10185-VCG (Del. Ch.)* - represented plaintiff who took control of a next generation armor designer, developer and manufacturer, headquartered in Arizona
- *In re Numoda Corporation, C.A. No. 9163-VCN (Del. Ch.)* - represented defendants in Section 205 petition concerning ratification of disputed defective corporate acts  
[View Supreme Court Oral Argument](#)
- *Boris v. Schaheen, C.A. No. 8160-VCN (Del. Ch.)* - represented plaintiffs who took control of a pharmaceutical research and clinical trial drug development business headquartered in Philadelphia [View Supreme Court Oral Argument](#)

- *Flaa v. Montano*, CA. Nos. 8632-VCG, 9146-VCG (Del. Ch.) - represented plaintiff who took control of a biopharmaceutical research and development company, headquartered in Las Vegas, Nevada, in litigation involving three separate Delaware lawsuits and a Delaware Supreme Court appeal
- *Cy Twombly Foundation v. Saliba*, CA. Nos. 8407-VCP, 8247-VCP (Del. Ch.) - represented non-stock director in dispute concerning control of the Cy Twombly Foundation
- *Haspel Worldwide v. Haspel*, CA. No. 8751-VCL (Del. Ch.) - represented manufacturer known for popularizing seersucker suits
- *Laidler v. Hesco Bastion Environmental*, CA. No. 7561-VCG (Del. Ch.) - represented manufacturer of rapidly deployable barrier systems in a statutory appraisal action
- *New Media Holdings v. Brown*, C.A. No. 7516 (Del. Ch.) - represented defendant in a dispute concerning ownership of a Ukrainian television station involving a Delaware LP, which was dismissed for lack of personal jurisdiction over the manager of that partnership
- *Rainbow Associates v. Entech Solar*, C.A. No. 6856 (Del. Ch.) - represented company in dispute concerning validity and redemption of convertible preferred stock
- *Geovesi Holdings v. Bisson*, C.A. Nos. C.A. Nos. 6780-VCL, 5520-VCL (Del. Ch.) - represented purchaser in connection with winding up of business formed to identify and develop large-scale, sustainable groundwater resources
- *Portnoy v. Cryo-Cell Int'l*, C.A. No. 6545-CS (Del. Ch.) - represented company in connection with disputed annual meeting
- *Hooters of America v. Neighborhood Restaurants Int'l*, C.A. Nos. 6054-VCL, 7409-VCL (Del. Ch.) - represented Hooters of America in a dispute concerning sale of the Hooters restaurant chain
- *Lim. v. The Powerwise Group*, C.A. No. 5529-CC (Del. Ch.) - represented company that provides energy conservation solutions for industrial, commercial and residential customers, in a stockholder dispute
- *In re Psychiatric Solutions*, C.A., Nos. 5514-CC (Del. Ch.) - represented directors in dispute concerning sale of Psychiatric Solutions
- *In re Protection One*, C.A., Nos. 5468-CS (Del. Ch.) - represented company and its directors in dispute concerning acquisition of Protection One
- *Baca v. Insight Enterprises*, C.A. No. 5105-VCL (Del. Ch.) - represented defendant in a Section 220 action that was dismissed with prejudice because plaintiff lacked a proper purpose for seeking to inspect company's books and records
- *In re NextMedia Investors*, C.A. No. 4067-CS (Del. Ch.) - represented NextMedia

Investors in a judicial dissolution proceeding

- *R&R Capital v. Buck & Doe Run Valley Farms*, C.A. No. 3803-CC (Del. Ch.); *R&R Capital v. Merritt*, C.A. No. 3989-CC (Del. Ch.) - represented minority limited liability company members (including R&R Capital) in related cases arising from dispute with managing member and the members' rights under the LLC operating agreements [View Supreme Court Oral Argument](#)
- *Ameristar Casinos v Resorts International Holdings*, C.A. No. 3685-CS (Del. Ch.) - represented Resorts in connection with a dispute concerning the sale of Resorts East Chicago
- *Wilmington Trust v. Tropicana Entertainment*, C.A. No. 3502-VCN (Del. Ch.) - represented Tropicana in connection with a dispute concerning the financing of Tropicana Casino and Resort in Atlantic City, New Jersey
- *Hampshire v. Workstage*, C.A. No. 3485-CS (Del. Ch.) - represented company in connection with a petition for dissolution
- *Marcal v Tsung*, C.A. No. 2380-VCP (Del. Ch.) - represented stockholder in lawsuit against the boards of Finite Element Visual Analysis and AMPS Tech, alleging breach of fiduciary duty
- *Motorola v. PalmSource*, C.A. No. 1684 (Del. Ch.) - represented PalmSource in a dispute with Motorola (a competing bidder for PalmSource) arising from merger between PalmSource and Access Co.
- *Candlewood Timber Group v. BP Argentina Exploration Company and Pan American Energy*, C.A. No. 20135 (Del. Ch.), C.A. No. 04C-12-139 RRC (Del. Super.) - represented BP Argentina and BP America, Inc. in a dispute relating to a joint venture in Argentina
- *Telstra v. Dynegey*, C.A. No. 19369 (Del. Ch.) - represented Dynegey in a dispute concerning a limited partnership agreement relating to a telecommunications venture with Telstra, an Australian communications company
- *Sircar v. iSeva*, C.A. No. 20411 (Del. Ch.); *e4E Inc. v. Sircar*, C.A. No. 20366 (Del. Ch.) - represented founder and CEO of iSeva in related cases arising from a control dispute over an outsourcing company in Bangalore, India
- *3700 Associates, LLC v. Friedman*, C.A. 1917 (Del. Ch.) - represented 3700 Associates, which was developing a resort casino in Las Vegas, in a contract dispute relating to an opportunity to develop a resort casino in Macau, China
- *Grace Brothers v. Siena Holdings*, 184-CC (Del. Ch.) - represented Siena in connection with a disputed stock split transaction
- *In re: Rego Claimants Trust*, CA. No. 12858-CS (Del. Ch.) - represented objector to termination of RegO Claimants Trust, formed in the 1990s in connection with the dissolution of RegO, which manufactured valves and other components in systems

using liquified petroleum, anhydrous ammonia and other compressed gases

### **Publications**

- "Chancery Arbitrations after Year One: Annotated New Form," *ABA*, August 16, 2012
- "Don't Take a Beating On Your Hit Rate," *The Corporate Counselor*, October 2007

### **Awards**

- *The Best Lawyers in America*, 2020, 2019, 2018, 2017, 2016, 2015, 2014, 2013
- *Super Lawyers*, 2019, 2018, 2017, 2016, 2015, 2014, 2012
- *Delaware Today* Top Lawyer, 2016, 2013
- *The Legal 500*, 2012

### **Leadership**

- Board of Bar Examiners of the State of Delaware
- American Bar Foundation Fellow

### **Education**

- J.D., *summa cum laude*, University of Florida Levin College of Law, Top 5%, Order of the Coif, 1999
- B.A., University of Florida, 1995

### **Admitted to Practice**

- Florida, 1999
- Delaware, 2000
- District of Columbia, 2001
- United States District Court, District of Delaware, 2001

### **Practices**

- Chancery / Corporate Litigation
- Delaware Rapid Arbitration