

ROSS B. BRICKER, Partner

Ross B. Bricker is Chair of Jenner & Block's Complex Commercial Litigation Practice, leading over 130 lawyers across the firm's five offices. Mr. Bricker joined Jenner & Block in 1980 and became a partner in 1987. He was a founding member of the firm's Washington, DC office and served as both the founder and as a managing partner of the firm's Miami, Florida office. Over the years, Mr. Bricker has had leadership roles in the firm's Policy and Management Committees.

Twice during his career, Mr. Bricker has been called upon by clients of the firm to serve as their general counsel or to lead the client's internal legal function. During 2005, Mr. Bricker served as senior vice president, secretary and general counsel of SPX Corporation, a New York Stock Exchange listed Fortune 500 company, with manufacturing facilities around the world. In early 2009, Mr. Bricker was asked to supervise the legal and compliance groups for Pali Capital, Inc., a global financial services firm with its principal offices in New York and London.

While at Jenner & Block, Mr. Bricker has had a broad-based business counseling and litigation practice. His particular focus is on the efficient resolution of complex business issues and disputes through proper risk assessment, strategic counseling, negotiation, alternate dispute resolution and, when necessary, trial. His practice includes representation of both plaintiffs and defendants, including individuals, privately held entities and Fortune 500 companies. Mr. Bricker has had substantial experience in the areas of business ethics, compliance, governance and board of director duties.

Mr. Bricker has served as lead counsel in strategic cases in a variety of substantive areas, such as intellectual property, mass torts, fiduciary duty, antitrust, trade secret, securities and corporate control, corporate governance, accountant's liability, mergers and acquisitions, and others. These matters have often involved internal investigations, complex regulatory issues and parallel criminal proceedings. On behalf of plaintiffs, Mr. Bricker has tried four different cases to judgments between \$44 million and \$105 million. As defense counsel, he has defeated significant class action and multi-plaintiff claims involving alleged accounting malpractice, securities fraud, consumer fraud, breach of fiduciary duty, violations of ERISA, defective products, RICO violations, breach of contract and other business torts.

During his career, Mr. Bricker has had a significant role in numerous trials of public significance, including representing MCI in its landmark antitrust cases against AT&T, and the subsequent judicial and regulatory proceedings leading to the break-up of the Bell System and the creation of a competitive telecommunications marketplace.

Recent examples of matters in which Mr. Bricker has served as lead or co-lead counsel include:

- Successfully defended consumer and other fraud class actions and complex commercial disputes in federal courts in New Jersey, New York, Ohio, Illinois, Missouri, California, Nevada and Florida.



ROSS B. BRICKER Partner

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PRACTICE GROUPS

Antitrust and Competition Law
California Consumer Privacy Act (CCPA)
Class Action
Complex Commercial Litigation
Consumer Law
Financial Services Litigation
Investigations, Compliance and Defense Litigation
Securities Litigation and Enforcement
Trust & Estate Litigation

EDUCATION

Washington University School of Law, JD, 1980; International Academy of Trial Lawyers Award; Articles Editor, *Journal of Urban and Contemporary Law*

Lake Forest College, BA, 1977; With Honors; Phi Beta Kappa; Senior Prize in Economics; Letterman's Award for Scholarship; Dean's List (1973-1977)

ADMISSIONS

District of Columbia (inactive), 1983

Florida, 1989

Illinois, 1980

- Representing a leading broadcast station owner in a multi-district class action antitrust litigation alleging illegal information sharing and price fixing.
- Representing a consortium of car rental companies in negotiations, dispute resolution, and litigation arising out of the multi-billion dollar O'Hare airport expansion and renovation.
- Successfully represented a major cable company in antitrust litigation filed by a competitor alleging illegal refusals to deal and tying.
- Successfully obtained a temporary restraining order and permanent injunction in state court, enjoining various software design and marketing companies from injecting unauthorized computer programming code into the source code of a client's website that was designed to divert customers to the client's competitors.
- Successfully assisted Boards of Directors and Audit Committees in internal investigations of alleged misconduct involving issues ranging from accounting estimates and financial reporting controls, senior executive performance, raw material sourcing practices, payments to foreign officials and other matters.
- Successfully defended a leading US furnace manufacturer in an AAA arbitration proceeding filed by a New York distributor alleging Robinson-Patman price discrimination and other claims.
- Assisted public companies and their Boards of Directors in responding to derivative shareholder complaints, allegations of breach of fiduciary duties, class action securities fraud claims and related government investigations.
- Represented different clients in responding to investigative subpoenas, information requests and complaints from the Securities and Exchange Commission, state Attorneys General, Federal Trade Commission and the National Association of Attorneys General.
- Successfully defended claims filed in federal court in Portland, Oregon against an Internet auto seller alleging theft of computer programming trade secrets.
- Defeated the City of Chicago's attempt to increase its revenue base by collecting use taxes from lease transactions taking place in collar counties outside the City's borders.
- Regularly counseled clients on important legal and business issues, such as the propriety of, and available legal challenges to, a competitor's advertising and business practices; the reach of a material adverse change clause in a corporate acquisition agreement after an unexpected drop in the acquired company's revenue and earnings; disputes between franchisors and franchisees, and between manufacturers and distributors; complex multi-million contractual arrangements with airport and municipal authorities; legal issues that might arise from future virtual business practices; and others.

Mr. Bricker has received widespread recognition for creating and implementing novel mechanisms for resolving complex commercial disputes. In one matter involving various patent infringements, trade secret and other cross claims between Fortune 500 manufacturing competitors, Mr. Bricker designed a process that combined limited litigation in federal court with "baseball" type arbitration. *The National Law Journal* hailed the design as "an outstanding example of the parties ability to tailor a complex conflict management program to their specific needs." In a dispute arising from a failed merger of two public companies, Mr. Bricker created a novel mid-case jury polling system using a single agreed upon instruction and pre-determined settlement values based on the outcome of the poll. *Michigan Lawyers Weekly* characterized this approach as "an excellent example of lawyers creativity actually adding some momentum to settlement discussions." Mr. Bricker has tailored equally novel mechanisms for mediations, arbitrations and other types of proceedings.

Mr. Bricker has been called upon numerous times in his career to substitute in for, or support, longstanding litigation counsel in the late stages of a matter, either to lead a trial team or help resolve a dispute. For example, six weeks before commencement of a jury trial in federal court in Madison, Wisconsin involving patents relating to uninterruptable power supply technology, the plaintiff (a Fortune 200 manufacturing company) asked Mr. Bricker to take the lead in presenting

plaintiff's case to the jury. The matter settled shortly before closing argument, with payments to the firm's client of over \$40 million. The defendant company has since retained the firm as its own counsel. More recently, Mr. Bricker was asked to replace existing defense counsel in a consumer fraud class action filed in federal court in New Jersey after the court had certified a class, notice had been sent to over 750,000 class members, and the court had denied summary judgment. The case involved the adequacy of insurance and environmental related disclosures made by a national equipment rental company, and potential damages of over \$600 million. Mr. Bricker developed and implemented a strategy that led to a highly favorable settlement, approved by the court and without objectors. Last year, in a consumer class action, Mr. Bricker was asked to take over from other law firms while post-judgment proceedings were underway in the trial court, the Ninth Circuit Court of Appeals both vacated a Nevada federal district court judge's order granting summary judgment on liability and awarding plaintiffs \$65 million in damages and lawyers' fees, and directed that judgment be entered in favor of Mr. Bricker's client.

While at SPX, Mr. Bricker had overall responsibility for the company's governance, public reporting, litigation and risk management, compliance, merger and acquisition, labor and employment, ERISA and other legal functions. Among other things, his tenure included: restructuring the company's legal organization to comport with SPX's new business segment structure; successful resolution of contested proxy and shareholder derivative claims; the implementation of revised insider trading and ethics policies and other worldwide compliance initiatives; the acquisition and sale of operating businesses and product lines in the United States, China and Germany; negotiating complex, multi-year purchase and supply agreements; and the completion of various financing activities, including a 10b5-1 company share repurchase program and global \$1.6 billion senior credit facility.

At Pali Capital, Mr. Bricker led the company's legal team in handling internal investigations, significant regulatory matters involving FINRA, the Financial Service Authority in Great Britain, litigation, compliance, corporate, tax and human resources matters. Mr. Bricker also has provided counsel to the company's Board of Directors and Senior Executive Committee on governance issues and fiduciary duties.

Throughout his career, Mr. Bricker has devoted substantial effort to representing those without access or the ability to afford legal services. The Trial Lawyers for Public Justice Foundation recognized Mr. Bricker as one of the outstanding trial lawyers in the United States for his precedent-setting work on behalf of migrant farm workers. The Lawyers Committee for Civil Rights Under Law recognized his efforts at redressing housing discrimination directed at persons with disabilities. Columbia Law School in New York and Loyola Law School in New Orleans recognized his representation of the displaced residents of public housing in New Orleans. Mr. Bricker is the recipient of the Florida Bar's Pro Bono award for his efforts on behalf of the underserved and underprivileged and Advancement Project's "Delivering Impact" award.

Mr. Bricker is an honors graduate of Lake Forest College, where he received the Senior Prize in Economics, the Solly Hartzo Prize in Politics, the Letterman's Award for Scholarship and was elected to Phi Beta Kappa and Pi Sigma Alpha, the political science honors society. In 1977, the Lincoln Academy of Illinois honored Mr. Bricker with its Order of Lincoln Medallion, the State's highest award for individual achievement.

Mr. Bricker received his JD in 1980 from the Washington University School of Law. While in law school, Mr. Bricker served as Articles Editor of the *Journal of Urban and Contemporary Law*. He also received first place in the national Wiley Ruttledge Moot Court Competition and was awarded the International Academy of Trial Lawyers Award.

Based on client interviews, *Chambers & Partners USA* named Mr. Bricker one of the leading lawyers in the United States for commercial litigation. *Chambers Global* identified Mr. Bricker as one of the "world's leading lawyers for business." He has been selected as an Illinois "Super Lawyer" by *Law & Politics* magazine.

Mr. Bricker is a member of the bars of Illinois, Florida, the District of Columbia, the United States Supreme Court and numerous federal district and appellate courts. He has served on a variety of bar committees and authored numerous articles on litigation and business law topics.

Mr. Bricker has taught trial practice classes at the National Institute for Trial Advocacy, the University of Chicago Law School and other programs. He has been a presenter at numerous professional conferences, including the ABA Annual

Meeting, Northwestern University Law School's General Counsel Roundtable, Corporate Legal Times Annual Superconference, the Illinois CPA Society and PriceWaterhouseCooper's Leadership Forum, among others. Mr. Bricker has published numerous articles in legal journals on topics ranging from the strategic use of arbitration clauses, to the development and future of material adverse change clauses in business contracts, to a sensible approach for corporate advancement of legal fees to executives defending charges of misconduct.

Mr. Bricker currently serves on the Executive Advisory Committee of the CPR Institute for Dispute Resolution, on the Board of Directors of the Hubbard Street Dance Company and as the Development Chair of the Chicago Youth Symphony Orchestra. Since 2016, Mr. Bricker has served as president of the Board of Trustees of Beth Emet The Free Synagogue in Evanston, Illinois.

Awards

- *Chambers Global*
Litigation: General Commercial, 2004-2005
- *Chambers USA*
Litigation - 2004
- *Illinois Super Lawyers*
Business Litigation - 2005, 2007-2020
- Leading Lawyers Network
Commercial Litigation, 2004-2019
- *Legal 500*
General Commercial Disputes - 2020

My Service

- Executive Advisory Committee of the CPR Institute for Dispute Resolution
- Board of Directors of Hubbard Street Dance Company

Publications

- "Facing Failure: Service Contracts and the FDIC's Role as Receiver," *American Lawyer Media's LAW.COM*, February 1, 2009
- "Walking the Advancement Tight Rope: How to Protect Both the Corporation and the Directors," *American Bar Association, Section of Litigation, Corporate Counsel Report*, February 2009
- "Living in a Material World: The Evolution, Purpose, and Future of Material Adverse Change Clauses," *Bloomberg Law Reports: Mergers & Acquisitions*, Vol. 2, No. 25, November 10, 2008
- "Facing Failure: Service Contracts and the FDIC's Role as Receiver," *American Lawyer Media's Law.com*, October 31, 2008
- "Creative Drafting of Arbitration Clauses: Resurrecting Arbitration's Benefits by Moving Beyond the Boilerplate," *Bloomberg Law Reports*, Vol. 2, No. 37, September 15, 2008

Speaking Engagements

- “Personal Liability Risks Facing In-house Counsel,” Northwestern University School of Law 48th Annual Corporate Counsel Institute, Chicago, IL, October 01, 2009 to October 02, 2009
- PricewaterhouseCoopers General Counsel Forum, Chicago, IL, June 19, 2008
- "Going to Trial," InsideCounsel's Annual SuperConference, Chicago, IL, May 15, 2007
- “Staying Out of the Spotlight: Best Practices for Protecting the Company, Directors and Officers, and Yourself,” Counsel To Counsel Forum, New York, NY, April 24, 2007
- Panelist, “A Study of Damages Since the Advent of the CAFC – Understanding the Trends and Gauging the Impact on Your Company,” American Lawyer Media Events Conference, Washington, DC, December 01, 2006
- “The Real World of Business Ethics,” Illinois CPA Society Webcast, December 09, 2004
- "Effective Examination and Cross-Examination of Financial and Economic Damages Experts," PricewaterhouseCoopers Leadership Forum on Intellectual Property & Complex Commercial Litigation, Phoenix, AZ, February 28, 2003
- “Kicking the Tires After *Kumho*,” 2002 PricewaterhouseCoopers Leadership Forum, Orlando, FL, February 20, 2002 to February 23, 2002