

Michael M. Boone

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Mr. Boone is a member of the Board of Directors of Haynes and Boone and one of the co-founders of the firm. He has more than 30 years experience in mergers and acquisitions, corporate finance, securities transactions, and board of director representations. Mr. Boone was recently selected as the "Go-To-Lawyer" in Texas in the field of corporate/business law by the *Texas Lawyer Magazine*, one of the top corporate finance/mergers and acquisitions lawyers in Dallas by *D Magazine*, and one of the Top 10 Super Lawyers by *Texas Monthly* and *Law and Politics Magazine*.

Selected Client Representations:

Mr. Boone's most recent transactional matters include the following:

- Represented Texas Genco Holdings Special Board Committee in auction process resulting in its \$2.8 billion 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 RadioShack in a major corporate acquisition.
- Represented two public companies with regard to their respective implementation of their take-over defense mechanisms and strategies.
- Represented a public company in a proxy fight for board control.
- Represented the boards of directors of several NYSE companies in connection with their Sarbanes-Oxley and stock exchange governance compliance.

Recent Selected Speeches and Articles

- Advising the Independent Director in the Post-Enron Era*
SMU 13th Annual Corporate Counsel Symposium
- Insulating Directors Against Duty Of Care Claims -- New Thinking In The Post-Enron Era*
KPMG Directors Institute
- Complying With SEC Regulation FD*
Corporate Governance, Ethical Conduct And Public Disclosures In The Post-Enron Era
25th Annual Conference on Securities Regulation and Business Law Problems, Dallas, Texas
- The Ins and Outs Of Audit Committees In The Post-Enron Era*
25th Annual Conference on Securities Regulation and Business Law Problems, Dallas, Texas
- Audit Committee Thinking Post-Enron*
SEC Regulation FD (Fair Disclosure) – A Brief For Corporate Directors
The Ins And Outs In Handling Difficult Board Meetings – Practical Tips For Legal Advisors
Mergers And Acquisitions – Dealing With Difficult Issues
21st Annual Conference on Securities Regulation and Business Law Problems
- Techniques And Strategies In Protecting An Acquisition Transaction*
20th Annual Conference on Securities Regulation and Business Law Problems

Education

J.D. Southern Methodist University, 1967, Associate Editor, SMU Law Review 1966-1967

B.B.A. in Accounting, Southern Methodist University, 1964

Memberships

Business Law Section, State Bar of Texas; America Bar Association; Dallas Bar Association