



Tom D. Harris

Partner

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PRACTICES Mergers and Acquisitions, Investment Management, Corporate Governance, Corporate Strategic M&A, Capital Markets and Securities, Joint Ventures, Family Office, Private Equity, Corporate, Distressed M&A, Sports Law, Technology Mergers and Acquisitions, Portfolio Companies and Investors

Tom Harris has been a trusted business advisor to clients for more than 30 years, helping them successfully close hundreds of acquisitions, divestitures, and other corporate transactions, including growth capital investments. Tom is chair of our Mergers and Acquisitions Practice Group, which he founded in 2010.

In addition to his busy M&A practice, Tom works with clients who are entering into municipal public/private partnerships for significant projects. Tom represented the AT&T Performing Arts Center in its public/private venture to design, finance, and construct the Winspear Opera House, the Wylie Theatre, related parking structures, and other improvements on City-owned property in the downtown Dallas Arts District.

Tom also has assisted clients with significant naming rights agreements, including working alongside AT&T's in-house counsel team in AT&T's arrangement to name the home stadium of the NFL's Dallas Cowboys as "AT&T Stadium." Tom also has worked on naming and sponsorship agreements for arts venues, college sporting venues, and other professional sports arenas.

Clients value Tom's ability to marry legal insight and practical business judgement. He is adept at focusing on the aspects of a matter that are critical to his clients' business objectives. Tom has been recognized by clients, peers, and organizations for his high level of service in corporate and M&A-related work, including *Chambers USA*, 2015-2018 (Chambers & Partners), and *The Best Lawyers in America*, 2013-2024 (Woodward/White, Inc.). He was named a "Stand-out Lawyer" by *Acritas Stars*, 2018-2020 (Acritas), and a "Best Business Lawyer in Dallas" by *D Magazine*, 2009 and 2015-2024 (D Magazine Partners). He was selected for inclusion in the 2021-2024 *Lawdragon 500 Leading Dealmakers in America* (Lawdragon Inc.).

Tom fosters collaboration within the firm's large M&A practice group, coordinating participation by subject-matter experts who work alongside the firm's M&A attorneys on clients' matters. He also embraces the firm's tradition of teamwork, helping associates and new partners develop and establish their career paths, making sure they are equipped with the knowledge and experience to ensure clients' needs are met, and helping those attorneys reach their full potential as business advisors.

QUALIFICATIONS

EDUCATION

- J.D., Baylor University School of Law, 1989, cum laude; Executive Editor, *Baylor Law Review*
- B.B.A., Economics and Finance, Baylor University, 1986, cum laude

CLERKSHIPS

- Judge Jerre S. Williams on the United States Court of Appeals for the Fifth Circuit, from 1989 to 1990

ADMISSIONS

- Texas
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PUBLICATIONS AND SPEAKING ENGAGEMENTS

- "M&A Transactions: Assessing D&O Fiduciary Duties," panelist, CLE Webinar, March 7, 2012.
 - "Significant Shareholders in Public and Private Companies: Problems, Perils and Pitfalls," speaker, University of Texas School of Law 33rd Annual Conference on Securities Regulation and Business Law, Dallas, Texas, February 11, 2011.
 - "Mergers & Acquisitions Law 2011: Top Lawyers on Trends and Key Strategies for the Upcoming Year," co-author, *Aspatore Thought Leadership*, February 1, 2011.
 - "Annual Mergers and Acquisitions Institute," planning committee member, The University of Texas School of Law CLE, Houston, Texas, September 30, 2010.
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PROFESSIONAL AFFILIATIONS AND ENGAGEMENTS

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

- Represented Brookshire Grocery Co. in its acquisition of Reasor's LLC's 17 grocery stores in Oklahoma.
- Represented The William Warren Group, a leading self-storage development, acquisition, property and asset management company, in its \$580 million acquisition via a joint venture formed with CBRE Investment Management of certain self-storage facility assets of Great Value Storage out of bankruptcy.
- Represented an industry-leading home health care and hospice service provider in connection with the sale of all of its stock.
- Represented Four Corners Brewing Company LLC, a Dallas-based brewery producing premium beer, in its sale and merger into a subsidiary of Constellation Brands, Inc., a public company. This deal was recognized as the "Deal of the Year" for the \$25 million to \$149 million category at the *D CEO* and Association for Corporate Growth 2019 Mergers and Acquisitions Awards.
- Represented a preeminent non-profit entity in a merger with a leading philanthropic organization.
- Represented SunTx Capital Partners, a Dallas-based private equity firm, in the sale of Carolina Beverage Group to Cold Spring Brewing Company, a portfolio company of Brynwood Partners. This

deal was recognized as the "Deal of the Year" for the \$150 million to \$999 million category at the *D* CEO and Association for Corporate Growth 2019 Mergers and Acquisitions Awards.

- Wingate Partners in multiple acquisition, divestiture and add-on transactions involving, among others, MPI, Nekoosa Holdings, Dunn Paper, IGI Corp., Sunrise Oilfield Supply and National Print Group.
- Represented Aggreko plc, a power generation and HVAC specialty rental company, in its acquisition of TuCo Industrial Products, Inc.
- Represented Heritage Bag Company, a Texas-based manufacturer of plastic can liners and other packaging products, in the sale to Novolex Holdings, Inc.
- Assisted Roofing & Insulation Supply, Inc. in the sale of stock to Beacon Sales Acquisition, Inc.
- Chief Oil & Gas in its \$500 million acquisition (together with Chief's working interest partners, Enerplus Resources (USA) and Tug Hill Marcellus) of MKR Holdings LLC from a subsidiary of Chesapeake Energy Corporation.
- AT&T in the arrangement to name the Arlington, Texas, stadium that is the home stadium of the National Football League's Dallas Cowboys football club as "AT&T Stadium."
- A corporate client in obtaining a reversal and rendition of take-nothing judgment on appeal of alleged shareholder oppression claim in which trial court had ordered that corporation be caused to issue an \$85 million dividend.
- Movie Tavern, Inc. in its merger with and into a subsidiary of VSS-Southern Theatres, LLC.
- CROSSMARK Holdings, Inc. in transaction which facilitated a majority investment by an affiliate of Warburg Pincus, LLC.
- Harland Clarke Corp in its acquisition of NCP Solutions LLC, the nation's largest payment coupon-book provider to the financial services industry.
- Harland Financial Solutions, Inc. in its acquisition of Parsam Technologies, LLC, a financial services application software company, and SRC Software Private Limited, and an application development services company.
- The sellers in the sale of Curves International, Inc. and Curves for Women II, LLC.
- SunTx Capital Partners in the sale of Huron Inc.
- Port-A-Cool in the sale of all membership interests to Walter Meier Corp.
- BNSF Logistics, LLC and BNSF Logistics International, Inc. in multiple acquisitions.
- The Boards of Directors of Hassie Hunt Exploration Company and Hassie Hunt Production Company in connection with the sale of the companies, along with Hunt Petroleum Corporation, to XTO Energy.
- The Special Transaction Committee of the Board of Directors of Texas Genco Holdings, Inc. in connection with the sale of publicly-held interests in Texas Genco to GC Power Acquisition LLC, an entity owned by investment funds affiliated with The Blackstone Group, Hellman & Friedman LLC, Kohlberg Kravis Roberts & Co. L.P. and Texas Pacific Group.
- United Rentals, Inc., in more than 70 acquisitions.
- Hitachi Consulting Corporation in its acquisition of PRIZIM, Inc., Iteration2, Navigator Systems, Inc., Tactica Holdings, Inc., WaveBend Solutions, L.L.C.
- RadioShack Corporation in its entry into a joint venture with Microsoft Corporation.
- The Dallas Center for the Performing Arts Foundation, Inc., now known as the AT&T Performing Arts Center, in its public/private venture to design, finance and construct the Winspear Opera House, the Wily Theatre, a parking garage and other improvements on City-owned property in the downtown Dallas Arts District.
- The owners of the Dallas Stars hockey franchise in their creation of a venture involving the City of Dallas for the financing, construction and operation of American Airlines Center, the downtown Dallas hockey and basketball arena.

AWARDS AND RECOGNITIONS

HAYNES BOONE

- Recognized in *The Best Lawyers in America*, Woodward/White, Inc., for Corporate Law, 2013-2024, and Mergers and Acquisitions Law, 2018-2024
- Recognized as a leading lawyer for Corporate/M&A (Texas) by *Chambers USA*, Chambers and Partners, 2015-2018
- Included in the *Lawdragon 500* directory, Lawdragon Inc., of the nation's leading dealmakers, 2021-2024
- Recognized in *Legal 500 U.S.*, 2020-2022
- Recognized as a Standout Lawyer, Acritas Stars, 2018-2021
- Named a BTI Client Service All-Star, BTI Consulting Group, 2015
- Recognized as a Best Business Lawyer in Dallas for Corporate Finance/Mergers & Acquisitions by *D Magazine*, D Magazine Partners, 2009 and 2015-2024
- Recognized in *Texas Super Lawyers*, Thomson Reuters, for Mergers and Acquisitions, 2009-2013
- *Martindale Hubbell Law Directory* with a Peer Review Rating of AV Preeminent