



## William D. Johnston

PARTNER

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Wilmington P: 302.571.6679

Bill Johnston brings close to 35 years of practice experience to serve as an advocate on behalf of clients in corporate and other business counseling and litigation, as a court-appointed Special Master, and as an expert witness, mediator, and arbitrator. His previous and ongoing experience as a practicing attorney enhances his service as a Special Master, expert witness, and ADR professional.

Bill serves in national leadership positions with the American Bar Association and the American Counsel Association. Locally, he serves as a pro bono attorney in the Delaware Family Court and with the Veterans Law Clinic of the Delaware State Bar Association. In addition, he serves as Chair of the City of Wilmington Ethics Commission. He has long-promoted diversity and inclusion, having served as a member of the ABA's Center for Racial and Ethnic Diversity and (for 24 years) as a member of the Delaware State Human Relations Commission.

### FOCUS:

- Corporate and other business governance counseling, with an emphasis on advancement and indemnification under Delaware law and on representation of special committees and special litigation committees.
- Corporate and other business litigation, primarily in the Delaware Court of Chancery, the Delaware Superior Court (Complex Commercial Litigation Division), and the Delaware Supreme Court.
- Special Master appointments, primarily in the Delaware Court of Chancery and the Delaware Superior Court.
- Expert witness engagements in non-Delaware courts, with an emphasis on Delaware corporate and "alternative entity" law.
- Mediator and arbitrator engagements, with an emphasis on Delaware corporate and "alternative entity" law and complex commercial litigation (state and federal courts).

### Practices

- Advancement and Indemnification
- Alternative Dispute Resolution: Arbitration and Mediation
- Appeals

- Business Divorce
- Expedited Litigation
- Expert Witness on Areas of Delaware Law
- Litigation Monitoring
- Mergers and Acquisitions
- Portfolio Company Representation
- Post-Transaction Earn-out, Escrow, and Indemnification Disputes
- Proxy Disputes and Stockholder Activism
- Special Legal Counsel
- Statutory Actions under Delaware Corporate and Alternative Entity Law
- Stockholder Class and Derivative Actions

### **Education**

- Washington and Lee University School of Law (J.D., 1982)
  - Member, Law Review (1981-82) Member, Moot Court Board (1981-82) Member, Jessup International Law Moot Court Team (1980-81) (Regional Champions 1980-81; National Division Best Brief Award; Baxter Memorial Award for Best Brief Worldwide)
- Colgate University (A.B., 1979)
  - Member, Colgate Thirteen Member, University Chorus Member, Chamber Singers Member, Sigma Chi Fraternity Invited Participant, U.K. Study Group (Stirling, Scotland and Oxford, England)
- Brandywine High School, Wilmington, DE (1975)
  - Commencement Speaker Class President (two terms) Brandywine Award Chorus Peer Counseling

### **Bar Admissions**

- Delaware

### **Court Admissions**

- U.S. Court of Appeals for the Third Circuit
- Supreme Court of the State of Delaware
- U.S. Bankruptcy Court for the District of Delaware
- U.S. Supreme Court

### **Distinctions**

- *The Best Lawyers in America*®, Corporate Law, 2019