



## Tammy L. Mercer

PARTNER

tmercerc@ycst.com

Wilmington P: 302.571.6556

Tammy has been on the forefront of the development of alternative entity law, and clients trust and depend on her deep knowledge and experience to help them navigate the complexities of that evolving area of law. She speaks frequently on relevant issues and topics and has litigated many of the leading cases in this area. She also has broad experience litigating a variety of corporate disputes. She is trusted by her clients to navigate the complexities involved in litigating cases involving alternative entities and corporations and to effectively prepare and present arguments on their behalf. Clients rely on her creativity and ability to focus on the critical issues at each stage of the litigation to help them formulate an effective litigation strategy and to achieve optimal results.

### Focus:

- Disputes related to alternative entities, including limited partnerships and limited liability companies, involving breach of fiduciary duties and the elimination or limitation of such duties, breaches of the implied covenant of good faith and fair dealing, books and records actions, control and buyout and dissolution and winding up.
- Disputes involving corporate mergers and acquisitions, going private transactions, proxy contests, valuation and appraisal issues, indemnification and advancement proceedings and stockholder access to books and records.
- Disputes involving trade secret misappropriation and non-competition agreements.

### Practices

- Alternative Entities Governance and Disputes
- Appeals
- Appraisal Litigation
- Books and Records Demands
- Busted Deal Litigation
- Challenged Transactions Involving Controlling Owners
- Expedited Litigation
- Litigation Monitoring

- Master Limited Partnership Litigation
- Mergers and Acquisitions
- Portfolio Company Representation
- Post-Transaction Earn-out, Escrow, and Indemnification Disputes
- Proxy Disputes and Stockholder Activism
- Recapitalization and Distressed Transactions
- Resolution of Defective Corporate Acts
- Special Legal Counsel
- Statutory Actions under Delaware Corporate and Alternative Entity Law
- Stockholder Class and Derivative Actions

#### **Education**

- Villanova University Charles Widger School of Law (J.D., *summa cum laude*)
- Kutztown University (B.S.)

#### **Bar Admissions**

- Delaware

#### **Distinctions**

- Order of the Coif
- Brenda Joan Ruggiero Memorial Scholarship, Recipient
- Award for Excellence in Trial Advocacy, Recipient

#### **Memberships and Affiliations**

- Delaware State Bar Association, Subcommittee on Alternative Entities, Member
- Chair of ABA LLCs, Partnerships and Unincorporated Entities Litigation Subcommittee