

# Michael S. Hines

Skadden

Partner, Boston

Litigation



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## Education

J.D., University of Connecticut  
School of Law, 2002

M.S., University of New Hampshire,  
1997

B.S., Mary Washington College, 1994

## Bar Admissions

Massachusetts

With more than two decades of experience, Michael Hines is a trusted adviser to major corporations, investment advisers and individual officers, directors and trustees on a wide variety of complex civil litigation and class actions. He provides high-level strategic counsel in securities litigation, ERISA/fiduciary litigation and regulatory inquiries and related investigations that often involve significant legal, financial and reputational implications.

Mr. Hines frequently advises public companies and their officers and directors in securities class actions, including those alleging violations of federal securities laws such as the Securities Exchange Act of 1934. He has successfully defended clients in numerous putative class actions and shareholder derivative proceedings, helping them navigate the challenges of complex litigation and regulatory scrutiny.

In addition, Mr. Hines defends plan sponsors, 401(k) plans and fiduciaries in ERISA class actions, including claims of breach of fiduciary duty and disputes involving plan administration and investment management. He is at the forefront of emerging litigation trends and has extensive experience working on the inclusion of alternative assets in participant-directed defined contribution retirement plans — a rapidly evolving area.

Mr. Hines regularly represents public companies and their executives in federal and state regulatory investigations and enforcement actions, including proceedings before the U.S. Securities and Exchange Commission (SEC) and state securities regulators. He also advises clients in connection with Department of Labor (DOL) investigations, internal investigations and disputes arising from breach of contract and employment matters.

He also has broad experience in connection with litigation in connection with mergers and acquisitions and corporate governance disputes.

Mr. Hines' experience includes representing:

- numerous mutual fund companies and other investment managers in putative class actions alleging violations of ERISA
- a major Boston pharmaceutical company in litigation in Massachusetts, Delaware and California, including in the U.S. Court of Appeals for the First Circuit by securing an affirmance of the dismissal with prejudice of a securities fraud class action
- 401(k) plan sponsors and other fiduciaries in ERISA putative class actions alleging breach of fiduciary duties and prohibited transactions in connection with the use of forfeiture accounts
- an oncology diagnostic testing and consultative services company in securing the dismissal with prejudice of claims for violations of the federal securities laws
- a Massachusetts-based company in connection with a purported class action alleging violations of ERISA relating to an acquisition of an employee stock ownership plan-owned company, including in the U.S. Court of Appeals for the Second Circuit, by securing an affirmance of the dismissal with prejudice
- a Missouri-based company in an ERISA putative class action alleging an improper surcharge on tobacco users in the sponsor's health plan
- Massachusetts companies and their individual officers, directors and special board committees in shareholder derivative proceedings commenced pursuant to the Massachusetts Business Corporation Act

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- the directors of a Massachusetts-based corporation in litigation in Massachusetts and Delaware arising from a corporate acquisition valued at approximately \$2.2 billion
  - companies and individuals in SEC and foreign regulatory insider trading investigations
  - public companies and their individual officers and directors in internal and SEC investigations and related civil litigation

Mr. Hines' representative decisions include:

- *Goldenberg v. NeoGenomics*, No. 22-cv-10314 (VEC), 2026 WL 70990 (S.D.N.Y. Mar. 13, 2026) (dismissing with prejudice a putative class action alleging securities fraud)
- *Defeo v. IonQ, Inc., et al.*, 134 F.4th 153 (4th Cir. 2025) (affirming dismissal of a putative class action alleging securities fraud based on a report issued by a short seller)
- *Barrett v. O'Reilly Automotive, Inc.*, 112 F.4th 1135 (8th Cir. 2024) (affirming dismissal of a putative class action alleging violations of ERISA by maintaining purportedly underperforming investment options and failing to monitor recordkeeping expenses)
- *Leavitt v. Alnylam Pharmaceuticals, Inc.*, 451 F. Supp. 3d 176 (D. Mass. 2020) (dismissing a putative class action alleging securities fraud on the grounds that the complaint failed to allege that the challenged statements were false and misleading or made with fraudulent intent)
- *Janies v. Cempra, Inc.*, 816 Fed. Appx. 747 (4th Cir. 2020) (affirming dismissal of a putative class action alleging securities fraud on the ground that the complaint failed to raise a strong inference of scienter)
- *Metzler Asset Management v. Kingsley*, 928 F.3d 151 (1st Cir. 2019) (affirming dismissal of a putative class action alleging securities fraud on the ground that the complaint failed to raise a strong inference of scienter)
- *Cervantes v. Invesco Holding Company, Inc.*, No. 18-cv-02551-AT, 2019 WL 506702 (N.D. Ga. Sept. 25, 2019) (dismissing a putative class action alleging violations of ERISA in connection with inclusion of proprietary investment products)
- *Patterson v. The Capital Group Companies, Inc.*, No. 17-4399-DSF, 2018 WL 748104 (C.D. Cal. Jan. 23, 2018) (dismissing a putative class action alleging violations of ERISA in connection with the inclusion of proprietary investment products)
- *In re Novell, Inc. Shareholder Litigation*, No. 632-VCN, slip op. (Del. Ch. Nov. 25, 2014) (granting summary judgment in favor of former directors of Novell in a case alleging that the Novell directors breached their fiduciary duties in connection with the sale of the company to Attachmate Corporation)

In recognition of his work, Mr. Hines has been repeatedly named to *Chambers USA* in its Litigation Securities category, in which clients have described him as “an excellent all-round litigator” who “always grasps the gravity of a situation and is able to work through it,” as well as to *The Best Lawyers in America*. He has also been recognized as a BTI Client Service All-Star, one of *Lawdragon's* 500 Leading Litigators in America and 500 Leading Corporate Employment Lawyers and one of *Massachusetts Lawyers Weekly's* Go To Business Litigation Lawyers, as well as repeatedly honored as a Top Lawyer by *Boston Magazine*.

## Selected Publications

“Inside the Courts,” *Skadden Publication*, Recurring publication

“Investment Management Update,” *Skadden Publication*, Recurring publication

“Supreme Court Holds Item 303 Omissions Are Not Actionable Under Section 10(B) of Exchange Act,” *Thomson Reuters' Wall Street Lawyer*, May 2024

“Skadden Discusses Scotus Ruling That Omissions Not Actionable Under Section 10(B) of Exchange Act,” *The CLS Blue Sky Blog*, April 18, 2024

“Macquarie Ruling Raises the Bar For Securities Fraud Claims,” *Law360*, April 17, 2024

“Supreme Court Holds Item 303 Omissions Are Not Actionable Under Section 10(b) of Exchange Act,” *Skadden Publication*, April 12, 2024

“Supreme Court Grants Review on Proof Needed in Sarbanes-Oxley Anti-Retaliation Claim,” *Skadden Publication*, May 5, 2023

“Scienter Defenses in Securities Fraud Actions,” *LexisNexis Practical Guidance*, 2022

“Courts Weigh ERISA Fiduciary Duty Pleading Standards and Limit Arbitration Clauses,” *Skadden's 2022 Insights*, January 19, 2022

## Speaking Engagements

Mr. Hines was featured in a 2017 multi-part video series on *Ignites* discussing trends in ERISA 401(k) litigation.