

Partner, Wilmington

Litigation



T: 302.651.3139
jessica.kunz@skadden.com

Education

J.D., Villanova University
School of Law, 2011 (*magna cum laude*;
Order of the Coif; Associate Editor,
Villanova Law Review)

B.S. in Neuroscience, Washington &
Lee University, 2007
(*magna cum laude*)

Bar Admissions

Delaware

U.S. District Court for the
District of Delaware

U.S. Court of Appeals for the
Federal District

Jessica Kunz is an experienced litigator and trial lawyer in high-stakes corporate and commercial disputes in the Delaware Court of Chancery and state and federal courts throughout the country.

Ms. Kunz regularly represents clients in private arbitrations and in intellectual property-related litigation in the Delaware courts. Outside of the courtroom, she is a trusted advisor to directors and companies on sensitive corporate governance, litigation and M&A-related matters, including representing demand review and special litigation committees.

Ms. Kunz has significant trial experience and has played key roles in consequential matters throughout her career, including landmark Delaware corporate litigation cases and numerous corporate takeover disputes. She represents clients on both the defense and plaintiff sides, bringing a balanced, strategic perspective informed by extensive experience advocating for global companies, directors and C-suite executives. Her experience on both sides of the “v.” informs her approach to case strategy, risk assessment, trial preparation and settlement positioning.

In addition, her ability to combine courtroom experience with sophisticated counseling on Delaware corporate and alternative entity law enables her to guide clients through disputes at every stage, including those involving significant business and reputational considerations.

Ms. Kunz serves as a member of the Board of Editors of *Folk on the Delaware General Corporation Law* and previously was an author of the *Bloomberg BNA* treatise *Attorney-Client Privilege and Work-Product Doctrine: Corporate Application*. She has also been recognized for her work by *Best Lawyers*, which named her one of its Ones To Watch in America.

Her notable representations include:

- members of the Board of Directors of Ebix, Inc. in the successful defense of breach of fiduciary duty litigation in the Delaware Court of Chancery related to board-approved advance notice bylaws, director and executive compensation, and Ebix’s change in control agreement with its CEO, securing a favorable post-trial resolution
- TravelCenters of America LLC (TA) in securing a trial victory in the Delaware Court of Chancery against Comdata, Inc. regarding fees charged by Comdata to TA for processing Comdata fuel card payments at TA’s locations
- EPCO Carbon Dioxide Products, Inc. stockholders and former officers in securing a trial victory in Delaware federal court against fraud and breach of contract claims related to representations and warranties in a stock purchase agreement
- Commonwealth REIT and members of its Board of Trustees:
 - in the successful enforcement of a board-adopted arbitration bylaw and invalidation of an activist hedge fund’s attempt to take control of the trust
 - in connection with a special litigation committee investigation and successful resolution of shareholder derivative claims
- Sprint Corporation in securing a post-trial victory in fiduciary duty and appraisal litigation arising from its acquisition of Clearwire Corporation

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- MacAndrews & Forbes in securing summary judgment against former stockholders' post-closing claims for money damages and subsequent affirmance on appeal in *Kahn v. M&F Worldwide Corp.*, in which the Delaware Supreme Court established a new standard of review for controlling stockholder going-private mergers
 - JPMorgan Chase & Co. in securing summary judgment against Pi-Net International, Inc., which accused JPMorgan of infringing three patents related to a system and method for performing online transactions, as well as in securing the subsequent dismissal of Pi-Net's appeal to the Federal Circuit and denial of Pi-Net's *certiorari* petition to the U.S. Supreme Court
 - a minority member of a Delaware LLC in books and records, fiduciary duty and fraud litigation, and related advancement and indemnification proceedings in the Delaware Court of Chancery, including defeating a motion to dismiss, securing judgment on the pleadings enforcing the member's advancement rights and achieving a favorable global settlement shortly before trial
 - Sage Therapeutics, Inc. in obtaining an emergency temporary restraining order in the Delaware Court of Chancery enforcing a standstill agreement in connection with a hostile bid by its largest stockholder and business partner
 - Freedom Forever LLC in defeating an expedited preliminary injunction application in the Delaware Court of Chancery seeking to enforce restrictive covenants and asserting tortious interference claims — a decision later affirmed on appeal — and in related litigation in Florida state court
 - a manager of a private equity firm focused on the blockchain and cryptocurrency sector in an arbitration concerning alleged fiduciary breaches, including the successful enforcement of the client's advancement rights under the governing agreements