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Rising Star: Skadden's Jennifer Voss

By **Richard Vanderford**

Law360, New York (April 5, 2012, 7:24 PM EDT) -- Skadden Arps Slate Meagher & Flom LLP's Jennifer C. Voss has made a name for herself helping corporations and their boards fend off shareholder suits, including her recent win in a challenge to a Chevron Corp. \$4.3 billion deal, earning her a spot on Law360's list of five rising stars under 40 in securities law.

Voss, a 39-year-old partner at Skadden's Wilmington, Del., office, has secured a roster of big-name clients — among them Coca-Cola Co., Occidental Petroleum Corp. and TOMS Shoes — with her skilled advocacy and ability to help her clients fend off high-stakes cases.

"She is an exceptional lawyer, brilliant, and I don't throw these terms around lightly, you know 'everyone's a genius,' I don't believe that," said J. Michael Riordan, a senior partner at McElroy Deutsch Mulvaney & Carpenter LLP who has worked with Voss.

"She is really, I think, someone who practices law at the highest level," Riordan said. Her tremendous analytical ability, writing skills and forceful arguments place her among the best practitioners at Skadden's well-reputed Wilmington practice, he said.

In defending Chevron's purchase of Atlas Energy, for example, her strategy helped the oil giant escape a suit brought by shareholders who griped about the merger. New Atlas disclosure statements effectively mooted the suit, she said, and then Chevron was able to reach a favorable settlement.

She later beat back the plaintiffs' attempt to have \$4.1 million in fees paid — icing on the cake, effectively.

A graduate of the law school at the University of Chicago, Voss was enticed to join Skadden in 1998 by a professor, the late Steven J. Rothschild, who headed Skadden's Wilmington office at the time.

Voss was a devotee of the economists Friedrich Hayek and Milton Friedman even in college and knew from the start of her law school career that she wanted to defend corporations, she said.

"Early on, going into law school, I was attracted by the idea of defending the directors and decision makers who were trying their best to grow businesses, to help communities," Voss said.

She was also attracted to the Wall Street level of advocacy, sans actual New York, that the Skadden Wilmington office offered, she said.

Her standout qualities as a young associate: "Everything," said Skadden Senior Partner Edward P. Welch, who heads the firm's Wilmington's office and has known Voss for more than a decade.

"She is in every sense a professional," Welch said. "Her interpersonal skills are really very, very good. At the same time it's combined with a real competitive streak when it comes to litigating cases. She's good at it."

Voss's early career was spent in a half-decade case defending the chairman of the PBHG Funds, a mutual fund with billions of dollars in assets under management, against attacks from then-New York Attorney General Eliot Spitzer and regulators, who claimed the funds had engaged in illegal market timing.

Working on the case 24/7 at some points, Voss eventually helped secure a favorable settlement for her client. She also ended a case she had entered as an associate as a partner, having been promoted in 2007.

Voss earned her promotion, she said, by not worrying about it — she has always focused more on being a quality lawyer and friendly colleague than a careerist.

"I think the most challenging aspect of my practice is also the most rewarding, and that is coming up with creative, common-sense solutions for difficult legal problems," Voss said. "My first focus was always on being a good lawyer, case by case, deal by deal."

More recently, she helped Coca-Cola win a breach of fiduciary duty suit brought by the International Brotherhood of Teamsters, digging up a relatively obscure opinion called *Kahn v. Seaboard Corp.* to help show that the statute of limitations clock had begun to run decades earlier.

The cite so impressed Delaware Chancellor William B. Chandler III that he gave it a small shout-out in his opinion, titling the section "The Wrath of Kahn" in a ruling that helped Coca-Cola avoid what could have been a costly round of discovery.

Voss's recent career has been defined by her taking on big cases. Though her record in 2011 was so winning that listing it all would be tedious, it is worth nothing that Voss helped Allegheny Energy Inc. settle litigation concerning its \$8.5 billion merger with FirstEnergy Corp. and beat a case brought against client DRS Technologies Inc. in connection with its \$5.2 billion sale to Italian conglomerate Finmeccanica SpA.

Right now, Voss represents Navistar International Corp. against activist shareholders who are challenging Delaware corporations' right to use so-called exclusive forum selection clauses.

The clauses, when used, limit shareholders to bringing suits in Delaware, helping corporations avoid the cost of fighting challenges to their decision in multiple jurisdictions. It could have ultimately have significant ramifications on corporate America's cost of doing business.

If Voss's track record holds, the shareholders will have a run for their money.

"She's the consummate professional. Always in control, always ahead of the game when it comes to analyzing issues, researching issues, client relationships. Just the whole package," Welch said. "She's been great for as long as she's been here, and I have every expectation she will continue to be."

--Editing by Lindsay Naylor.

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