



→ Alejandro E. Moreno

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Alejandro (“Alex”) Moreno is a partner in the Business Trial Practice Group and the Office Managing Partner of the Firm’s San Diego office. He is the firm’s 2021 Leadership Council on Legal Diversity (LCLD) Fellow.

Areas of Practice

Alex practices general business and commercial litigation in state and federal courts. He is also experienced in private dispute resolution and arbitration, including FINRA arbitration, and has succeeded on behalf of his clients after full arbitration and brokered favorable pre-arbitration settlements. Alex also handles appeals in the California Court of Appeal and the Ninth Circuit.

Alex represents clients in the banking and finance, mortgage, cannabis, hospitality, technology and telecommunications, restaurant and franchise, energy and extraction, and healthcare industries. He defends consumer class actions, securities litigation and shareholder derivative suits, cross-border litigation, and litigation for high-net-worth individuals and companies with a need for Spanish speaking counsel. Alex has prevailed as named counsel in complex securities fraud class actions under Section 10(b) of the Exchange Act of 1934 and has defended derivative claims involving California, Nevada, and Delaware corporations. He is also experienced in the law of receivership and has managed the legal affairs of businesses placed into receivership.

Start-up companies turn to Alex to formalize their corporate governance, set up effective employee equity compensation plans, and analyze potential conflicts of interest to help them ramp up to Series A funding.

Alex lived for two decades in Mexico and Spain and applies his familiarity with Latin American culture to successfully solve legal disputes for Latin American clients. For example, he has successfully resolved labor disputes involving primarily Spanish speaking workforces. Alex has also led and organized fact gathering investigations for U.S. companies with factories in Latin America.

A prolific writer, Alex regularly contributes to various legal blogs discussing developments in the law affecting public companies, issuers of securities, banking and finance regulations, the enforceability of arbitration agreements and class action waivers, and companies with business in Latin America.

As part of his pro bono work, Alex has successfully resolved guardianship and immigration matters. He also regularly advises charities and public interest groups on regulatory and dispute resolution matters.

Honors

Casa Cornelia Law Center Pro Bono Publico Award, 2021

Rising Star, San Diego *Super Lawyers*, 2015-2021

Experience

Appellate Decisions

Parametric Sound Corp. v. The Eighth Judicial District Court of the State of Nevada, ___ P.3d ___, 2017 WL 4078845 (Nev. Sept. 14, 2017)

White v. Manzke, 2011 WL 1021362 (Cal.App.2 Dist.), March 2011

Other Published Decisions

In re Bofl Holding, Inc. S'holder Litig., 382 F. Supp. 3d 992 (May 23, 2019)

In re Bofl Holding, Inc. Secs. Litig., 318 F.R.D. 129 (S.D. Cal. Nov. 30, 2016)

Articles

- Class Actions: Arbitration Agreements and Class Action Waivers (Federal, CA)
LEXIS, 02.2024
- Protecting Privilege In Case Of A Dispute With Former Director
Law360, April 14, 2023
- 9th Circ. Ruling Highlights Evolution Of Calif. Arbitration Law
Law360, 09.10.2019
- Letters to the Editor
On Jeremy Corbyn, Germany, AI, Singapore, meat inspections, free will
The Economist, 10.05.2018
- Del. Confirms High Pleading Burden In Merger Challenges
Law360, 06.02.2014

Consumer Finance and Fintech Blog Posts

- "Consumer Fees Find Themselves in the Crosshairs: The CFPB Seeks Public Input on Alleged "Junk Fees" in the Consumer Financial Services Industry," February 3, 2022
- "The CFPB Study Shines Spotlight on Banking Fees as a Presage to Greater Regulatory Scrutiny of Consumer Banking Fees," December 6, 2021

Corporate & Securities Law Blog Posts

- "Delaware Corporations Must Employ Procedural Safeguards When Approving a Reincorporation that Could Benefit a Controlling Stockholder to Avoid Entire Fairness Standard of Review," February 28, 2024
- "The Delaware Court of Chancery Confirms that Duty of Oversight Claims Against Corporate Officers Are Subject to the Same High Pleading Standards Applicable to Duty of Oversight Claims Against Corporate Directors," December 27, 2023

- "Delaware Court of Chancery Clarifies Heightened Standard for Recovery of Attorneys' Fees in Disclosure-Based Deal Litigation," July 17, 2023
- "Ninth Circuit Enforces Delaware Forum Selection Clause to Affirm Dismissal of Derivative Claim for Alleged Violation of Section 14(a) of the Securities Exchange Act of 1934," June 13, 2023
- "Protecting Privilege in Case of a Dispute with Former Director," April 17, 2023
- "Delaware Court of Chancery Holds that Officers of a Delaware Corporation Are Subject to Fiduciary Duty of Oversight," February 7, 2023
- "Ninth Circuit Holds that Social Media Posts May Give Rise to "Seller" Liability Under Section 12(a)(2) of the Securities Act of 1933," January 3, 2023
- "Second Circuit Declines to Allow SEC Rule 10b-5 Claim for "Scheme Liability" to Proceed Where the Alleged Misconduct Amounted Only to the Making of Material Misstatements or Omissions," July 22, 2022
- "Los Angeles Superior Court Invalidates California Law Requiring Gender Diversity on Company Boards," May 23, 2022
- "California Court of Appeal Clarifies that a Derivative Plaintiff Must Demonstrate Both "Contemporaneous" and "Continuous" Ownership to Maintain a Derivative Suit on Behalf of a Limited Liability Company," May 23, 2022
- "Los Angeles Superior Court Invalidates California Board Diversity Statute, Rendering It Ripe for Review by the California Court of Appeal," April 8, 2022
- "California Court of Appeal Addresses Derivative Standing and Failure of Oversight Claims Under Delaware Law," April 6, 2022
- "Delaware Supreme Court Holds that Equity Dilution and Expropriation Claims May Only Be Brought Derivatively, Overruling Prior Precedent," October 1, 2021
- "Facebook Defeats Shareholder Suit Challenging Alleged Failures In Its Diversity and Inclusion Practices," April 9, 2021
- "Delaware Supreme Court Provides Important Guidance Regarding Section 220 Demands, Rejecting Several Limiting Principles Frequently Offered By Corporations Resisting Stockholder Inspection Demands," December 23, 2020
- "Delaware Court of Chancery Clarifies that Management Cannot Unilaterally Curtail a Director's Access to Corporation's Privileged Information," September 9, 2020
- "Delaware Court of Chancery Applies the Internal Affairs Doctrine to Deny Stockholder Inspection Rights Under a Foreign State's Law," August 18, 2020
- "Delaware Court of Chancery Applies the Internal Affairs Doctrine to Deny Stockholder Inspection Rights Under a Foreign State's Law," August 8, 2020
- "Delaware Court of Chancery Strictly Construes Right to Discovery of Stockholders Represented By a Contractually Created 'Shareholder Representative,'" May 29, 2020
- "Delaware Court of Chancery Addresses Pleading 'With Particularity' Under Rule 23.1," April 28, 2020
- "Getting to Business Judgment in an Interested Transaction: Controlling Stockholder Must Put Procedural Protections in Place Prior to the Commencement of Economic Negotiations," October 17, 2018

- "Nevada Supreme Court Adopts Delaware's Tooley Test to Determine Whether Shareholder Claims are Direct or Derivative," September 21, 2017
- "Under Delaware Law, the Occurrence of Alleged Illegal Conduct at a Company Is Not Enough to Plead Demand Futility Sufficient to Give Stockholders Standing to Sue Derivatively," July 14, 2017
- "Ninth Circuit Holds that Alleged Violations of Aspirational Corporate Conduct Standards Are Insufficient to State a Claim for Securities Fraud," February 7, 2017
- "Delaware Supreme Court Confirms that Dilution Claims Typically Are Derivative and Are Extinguished After a Merger," January 18, 2017
- "Delaware Court of Chancery Increases Scrutiny on Disclosure-Only M&A Class Action Settlements," March 4, 2016
- "Ninth Circuit Holds that Under Nevada Law, a Prior Stockholder's Litigation of Demand Futility Precludes Another Stockholder From Litigating Demand Futility In a Subsequent Derivative Action," January 5, 2015
- "Delaware Court of Chancery Underscores Heightened Pleading Standard Necessary to Support a Claim for Breach of Fiduciary Duty In Connection With a Merger," May 12, 2014
- "Delaware Court of Chancery Grants Summary Judgment Dismissing Breach of Fiduciary Duty Claims In Absence of Evidence of Directors' "Conscious Disregard" of Fiduciary Duties," March 12, 2014
- "Delaware Chancery Court Establishes Procedural Framework for Obtaining Business Judgment Review for Going Private Transaction Sponsored By Majority Stockholders," June 25, 2013
- "California Court of Appeal Recognizes That Wide Discretion Granted to a Board of Directors Under the Business Judgment Rule May Be Tempered By a Corporation's Private Contractual Obligations to Its Shareholders/Members," February 15, 2013
- "New York Appellate Court Adopts Delaware Supreme Court's *Tooley* Test For Determining Whether a Stockholder's Claim Is Direct or Derivative," August 22, 2012
- "Delaware Chancery Court Clarifies When Corporate Officers and Directors are Entitled to Mandatory Indemnification Under DGCL § 145," March 19, 2012
- "Foreign Corporation's Mere Awareness That Its Products May Ultimately End Up In a Forum State Is Not Sufficient Contact to Support Personal Jurisdiction," January 12, 2012
- "California Court of Appeal Refuses to Permit an Action for Rescission of a Strategic Transaction, Holding That a Board Has No Duty Under California Law to Include a 'Fiduciary Out'," August 22, 2011
- "California Court of Appeal Holds That State Courts Have Jurisdiction Over Securities Act Class Actions Unless the Action Is a "Covered Class Action" and Involves a "Covered Security" Under SLUSA," May 31, 2011
- "Sixth Circuit Reverses Dismissal of a Shareholder Derivative Action Based Upon the Lack of Independence of the Special Litigation Committee," April 14, 2011

Class Action Defense Strategy Blog Posts

- "Choose Your Forum Wisely: Save Your Arbitration Clause From California's Prohibition on Pre-Dispute Waivers of a Plaintiff's Right to Seek Public Injunctive Relief," August 22, 2019

Financial Institutions Law Blog Posts

- "CFPB Issues Compliance Bulletin On Confidentiality of Supervisory Information," March 23, 2015

- "No Change Of Position, No Estoppel," January 9, 2015
- "If It's Not In Writing, It Didn't Happen: Oral Promises To Modify A Loan Are Not Enforceable," January 29, 2014
- "California Court Holds That Borrowers May Enjoin A Foreclosure If A Lender Fails To Meet Servicing Guidelines," February 4, 2013
- "California Homeowner Bill of Rights: A New Mortgage Law For The New Year," December 12, 2012
- "TILA Does Not Require A Loan Servicer To Identify Who Owns A Loan, Unless The Servicer Owns The Loan By Assignment," October 16, 2012
- "Court of Appeal Reaffirms MERS' Ability to Foreclose, Holds That Recorded Documents Do Not Overcome a Specifically Pled Violation of Section 2923.5," July 30, 2012
- "Another California Court Approves The Use Of MERS," June 25, 2012
- "Borrower's "Show Me The Note" Argument Fails To Halt Foreclosure," May 18, 2012
- "A 'Loan Workout Plan' Is Not An Agreement To Modify A Loan," March 13, 2012
- "Default Judgment Is Not Available In Actions To Quiet Title," January 9, 2012
- "No Need To Record An Assignment Of A Deed Of Trust Prior To Foreclosure," October 21, 2011
- "Too Little, Too Late For Plaintiff's Fraud-Based Mortgage Lawsuit," September 20, 2011
- "The California Court Of Appeal Again Rejects A Claim For Wrongful Foreclosure At The Pleading Stage," September 1, 2011
- "To Avoid Assuming Fiduciary Duties, Mortgage Lenders Should Take Care to Avoid Acting as Mortgage Brokers," April 14, 2011
- "A Borrower May Not Bring An Action To Determine Whether The Owner Of A Mortgage Note Has Authorized A Nonjudicial Foreclosure," April 12, 2011

Latin American Law Blog Posts

- "Business in Mexico? Five Tips for Success," January 28, 2020
- "Cuba-U.S. Relations: The Rapprochement Slows Down Under The Trump Administration," April 19, 2018
- "A Surge In Populism: Dangers To Transnational Trade In The Americas And Reasons For Hope," August 18, 2016
- "Sovereign Litigation in Latin America: Top Five Issues To Think of When Doing Business With a Latin American Country," August 18, 2014
- "Doing Business In Latin America: Does Your Local Supplier Have Best Practices In Place So That Your Company Can Avoid Liability Under The FCPA?" August 2, 2013
- "Argentina's Parliament Approves A Measure Limiting Amount Of Land That Can Be Purchased By Foreigners," February 10, 2012

Media Mentions

Wells Fargo Gets Elder Abuse Suit Dismissed, For Now

Law360, 02.02.2024

Voices for Justice: Celebrating San Diego County's Volunteer Heros

San Diego Lawyer, 11.29.2023

Sheppard Mullin names managing partners for San Diego offices

Daily Journal, 03.21.2023

Bofl Class Attys Get \$3.5M Award From \$14M Stock-Drop Deal

Law360, 10.14.2022

What we know about the insider trading lawsuit filed against Bed Bath & Beyond just before the death of its CFO

Business Insider, 09.08.2022

The well-traveled education of Alejandro Moreno

Road Scholar Super Lawyers, 04.07.2021

Bofl Beats Investor Suit Over Gov't Probes, Loan Practices

Law360, 06.19.2018

Bofl Seeks Dismissal, Sanctions For 'Copy-Cat' Investor Suit

Law360, 04.09.2018

Bofl Gets Early Exit From Securities Class Action

Law360, 03.16.2018

Bank's Brass Beats Derivative Suit Over Steep Stock Loss

Law360, 03.01.2017

Speaking Engagements

"Spanish Language Webinar to Latin American Subsidiary of U.S. Company re Foreign Corrupt Practices Act Compliance," June 2013

Events

Class Action Threats in 2023 And Beyond - A Webinar Series

Webinar Series, 2023

Arbitration and Class Action Waivers: A Vision of a Classless Society

Class Action Threats in 2023 and Beyond - A Webinar Series

Webinar, 10.03.2023

Foreclosure Litigation and Receivership: What it Entails and Looking Forward

Webinar, 09.22.2020

Memberships

Board Member, San Diego County Bar Foundation, 2017-2020

Ambassador for the California Minority Counsel Program

Member, Association of Business Trial Lawyers

Alumni, Louis M. Welsh American Inns of Court

Member, San Diego County Bar Association

Member, Harvard Alumni Association

Event Coordinator, San Diego Cambridge Alumni Association

Podcasts & Webinars

Arbitration and Class Action Waivers: A Vision of a Classless Society

10.03.2023

Corporate Privilege: Nuances of Delaware Law and Recommendations on How to Preemptively Protect Privilege in the Event of a Future Dispute Between a Former Director and the Corporation

05.02.2023

Foreclosure Litigation and Receivership: What it Entails and Looking Forward

09.22.2020

Class Action Threats Facing the Consumer Finance Industry in the Age of COVID

06.25.2020

Nota Bene Episode 66: Latin America Check In: What to Know About Doing Business in Mexico with Laura Nava and Alejandro Moreno

01.22.2020

Practices

International Reach

Latin America

Litigation

Alternative Dispute Resolution

Appellate

Class Action Defense

E-Discovery

Environmental Litigation

Financial Services Litigation

Securities Litigation

Healthcare

Commercial Lending and Financial Transactions

Appellate

Práctica Latinoamericana

Industries

Cannabis

Financial Services

Food and Beverage

Healthcare

Hospitality

Mortgage Banking

Nonprofit

Retail, Fashion & Beauty

Education

J.D., Harvard Law School, 2008

LL.M, University of Cambridge (King's College), 2007, Commercial Law

B.A. University of California, Santa Barbara, 2003, *high honors*

Admissions

California

Southern District of California

Central District of California

Northern District of California

United States Court of Appeals for the Ninth Circuit

Languages

Spanish