



## → Kristin P. Housh

### Partner

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Kristin Housh is a partner in the Business Trial Practice Group in the firm's San Diego (Del Mar) office and represents clients in business divorces and securities litigation.

### Areas of Practice

Breaking up is hard to do. When a business break up becomes necessary, it is imperative to have a knowledgeable and experienced business divorce litigator in your corner. Kristin's business divorce practice focuses on protecting entrepreneurs, emerging companies, partners, and shareholders in disputes over money, power, or property. Kristin both brings and defends against equity ownership and investor claims, dissolution, disassociation, and buy-out actions, fiduciary duty claims, business torts, trade secret misappropriation, and high-stakes breach of contract actions. She litigates internal business disputes among partners or shareholders as well as external business disputes, including break ups with vendors, service providers, contractors, and distributors.

Outside of the courtroom, Kristin helps C-suite executives, board members, in-house counsel, business owners and entrepreneurs assess the value of their business disputes within the company's larger business strategy. For many clients, success means avoiding costly litigation through alternative dispute resolution techniques that preserve the key vendor partnerships and employee relationships that clients need to grow.

Kristin also has expertise in a wide range of securities matters, including class actions, shareholder derivative suits, and securities fraud and breach of fiduciary duty matters. She has significant experience defending post-transaction, including post-M&A, shareholder claims brought in Delaware Chancery Court.

Kristin fiercely advocates for her clients at every stage of a dispute from the pre-litigation stage, where she is regularly able to negotiate settlements before a lawsuit is filed, to the filing of a complaint or a response thereto, to discovery, to dispositive motion practice, to trial (and everything in between).

### Pro Bono/Community Involvement

Kristin is passionate about pro bono service. Her pro bono representation includes obtaining a reversal of summary judgment in an appeal before the Ninth Circuit on behalf of an incarcerated client denied constitutionally adequate medical care. In addition, Kristin brought a class action lawsuit on behalf of individuals who were denied access to the asylum process in violation of U.S. immigration laws.

Kristin is active in the San Diego community and is dedicated to public service and promoting diversity. She sits on the Board for the American Bar Association's Immigration Justice Project, she has served on the Committee for Equality California's annual fundraising event for seven years and counting, and she regularly presents on cutting edge legal issues as a Barrister of the Louis M. Welsh Inn of Court.

## On A Personal Note

Kristin enjoys world travel, learning about the flora and fauna wherever she goes, challenging hikes (rim-to-rim at the Grand Canyon and Cloud's Rest in Yosemite are two of her favorites), shredding the powder (on skis), fine wine, and historical fiction.

## Honors

Ones to Watch, *Best Lawyers*, 2023-2024

San Diego Rising Star, *Super Lawyers*, 2018-2023

William B. Enright Award, *American Inns of Court, Welsh Inn*, 2018-2019

## Experience

### Representative Matters

- Defending investors in a failed cancer therapy company in a lawsuit alleging stock market manipulation; bringing cross-claims against company's former executives alleging that they fraudulently induced large investments.
- Defending controlling shareholder of a multi-brand restaurant operator in a series of post-merger derivative lawsuits in Delaware Chancery Court.
- Litigating breach of contract and related claims on behalf of part-owner of collection of successful car dealerships in an equity dispute with business partner.
- Defended emerging spirits brand in a series of equity disputes; obtained summary adjudication in favor of clients; negotiated favorable settlements for substantially less than claimed damages.
- Brought breach of contract lawsuit on behalf of emerging clothing brand incubator and manufacturer in a sweat equity dispute; negotiated quick settlement in the early stages of litigation.
- Defended four directors of a real estate developer in a shareholder lawsuit alleging conflicted negotiations during an acquisition by the controlling shareholder; negotiated full dismissal on behalf of two directors and advantageous settlement on behalf of the other two directors.
- Defended investor owned utility in business fraud lawsuit involving power plant development; negotiated pre-trial settlement for a fraction of the claimed damages.
- Obtained summary judgment and full dismissal of claims on behalf of national hospital chain in a False Claims Act *qui tam* action alleging that the client used third-party developers as a conduit to pass kickbacks to physicians in exchange for their Medicare referrals.
- Brought a series of breach of contract lawsuits on behalf of a mobile laboratory and diagnostic services provider.
- Guided nursing facility management company in defense against False Claims Act *qui tam* action and simultaneous DOJ investigation involving allegations that the client overpaid medical directors in exchange

for their Medicare referrals.

- Won critical preliminary injunction resulting in settlement for pharmaceutical company in securities fraud lawsuit alleging that defendant-shareholders illegally obtained a large voting block of shares for the purpose of commencing a hostile takeover.
- Secured advantageous settlement on behalf of municipality in its defense against five related breach-of-contract actions involving the use of a large tract of land on the U.S./Mexico border.

## Articles

- Demystifying Rainmaking: A Practical Guide to Building Your Book  
*Her Story: The Resilient Woman Lawyer's Guide to Conquering Obstacles, Book 2*, 01.16.2024
- "Ninth Circuit Applies Octane Fitness' Loosened Fee-Shifting Standard to Trademark Cases," *Client Alert*, November 2016
- "Ruling Gives IP Fee-Shifting Provision More Teeth," *Law360*, December 2014
- "Different but Equal? Inequalities in the Workplace, the Nature-Based Narrative, and the Title VII Prohibition on the Masculinization of the 'Ideal Worker,'" *17 Tex. J. on C.L. & C.R. 117*, 2011

## Corporate and Securities Law Blog Posts

- "Supreme Court Holds 'Pure Omissions' Are Not Actionable Under Rule 10b-5(b)," April 22, 2024
- "Delaware Supreme Court Holds Novel Pre-Closing Dividend Transaction Structure Does Not Thwart Appraisal Remedy," August 12, 2022
- "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

## Memberships

Barrister, Louis M. Welsh Inn of Court

Board Member, Immigration Justice Project, American Bar Association

Host Committee Member, Equality California

Member, San Diego County Bar Association

Member, Association of Business Trial Lawyers

## Practices

Litigation

Securities Enforcement

## Industries

Energy, Infrastructure and Project Finance

Fintech

Food and Beverage

Hospitality

Life Sciences

## Education

J.D., University of Texas School of Law, 2012, *cum laude*, *Texas Journal on Civil Liberties and Civil Rights*,  
Submissions Editor

B.A., Sociology and English, University of Southern California, 2009, *magna cum laude*, Phi Beta Kappa

## Admissions

California

California Federal District Courts

U.S. Court of Appeals for the Ninth Circuit