



Thomas K. Potter III

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Services

Broker-Dealer Disputes, Commercial / Corporate Litigation, Consumer Finance Litigation & Compliance, Intellectual Property, Securities, Securities Litigation, Government Affairs & Investigations, Non-Compete & Trade Secrets, White Collar Crime, Blockchain, Cryptocurrency and Electronic Transactions,

Tom is a Partner in the firm's Nashville office and has over 30 years experience representing business interests in securities, corporate and intellectual property disputes.

Tom represents broker-dealers and investment bankers in disputes from multi-district mutual-fund class actions to state-court jury trials on derivatives contracts, government enforcement actions, and constitutional challenges to municipal securities rules to customer arbitrations. He represents labels and artists in music copyright litigation over several multi-platinum rock and hip-hop albums, and manufacturers in product-configuration trademark and software interface infringement litigation.

In addition to disputed matters, Tom advises broker-dealers, municipal and investment advisors on regulatory and compliance matters, including FinTech, distributed ledger and other emerging technologies. He assists companies with internal investigations, regulatory and compliance matters. Tom has extensive experience in alternative dispute resolution (ADR), having tried scores of arbitrations, and sits as an arbitrator and Panel Chair for the Financial Institution Regulatory Authority (FINRA). Tom is also a member of the firm's Blockchain, Cryptocurrency and Electronic Transactions Group.

Tom is an author and speaker on a number of legal matters. He is also a frequent contributor to Burr's Securities Litigation [Blog](#). To view Tom's full list of publications and presentations, please click [here](#).

Publications

- “Brokers Gain Secret Weapon to Poach Clients from Old Firms – From FINRA Guidance,” Financial Advisor IQ
- *Journal of Robotics, Artificial Intelligence & Law*: The SEC’s State of Play on Cryptocurrency
- *Law360*: Removing ‘Control’ From FINRA Quantitative Unsuitability
- *Law360*: Lucia and the (Un)Constitutionality of SEC Judges
- *Law360*: Pay-To-Play Rules are Here to Stay

Education

J.D., *magna cum laude*, Cumberland School of Law at Samford University, (1985)
 B.A., American Government, University of Virginia, (1981)

Licensed In

Louisiana, Tennessee, Texas

Admitted In

U.S. Supreme Court
 U.S. Court of Appeals for the Fourth Circuit
 U.S. Court of Appeals for the Fifth Circuit
 U.S. Court of Appeals for the Sixth Circuit
 U.S. Court of Appeals for the Ninth Circuit
 U.S. District Court – Western District of Louisiana
 U.S. District Court – Eastern District of Louisiana
 U.S. District Court – Middle District of Louisiana
 U.S. District Court – Middle District of Tennessee
 U.S. District Court – Eastern District of Tennessee
 U.S. District Court – Western District of Tennessee
 U.S. District Court – Southern District of Texas
 U.S. District Court – District of Colorado
 U.S. District Court – District of Maryland
 U.S. Bankruptcy Court – Middle District of Louisiana

Honors & Awards

- *Chambers USA*, Leading Practitioner in Litigation: General Commercial (2014-2019)
- *Best Lawyers in America*, Commercial Litigation (2005-2019), Litigation-Banking & Finance (2011-2018), Litigation-Intellectual Property (2012-2014), Litigation-Regulatory Enforcement (SEC, Telecom, Energy) (2011-2019), Litigation-Securities (2011-2019)
- *Mid-South Super Lawyers*, Securities Litigation (2018)
- Martindale-Hubbell AV Preeminent© Peer Review Rating

Professional Associations

Tennessee State Bar
 Louisiana State Bar
 Texas State Bar
 International Trademark Association

American Bar Association, Business and Litigation
RICO Law Reporter, Advisory Board
Securities Industry and Financial Markets Association (SIFMA), Compliance & Legal Division
National Society of Compliance Professionals (NSCP)
Financial Institutions Regulatory Authority (FINRA), Arbitrator and Panel Chair
Nashville Bar Foundation

Experience

- Dismissal of trustees' breach and reformation claims in \$30M life-insurance conversion case. *Johnson v. Prudential Ins. Co. of America*, No. 3:11-cv-866 (USDC M.D. TN Mar. 29, 2013).
- **Securities Litigation, Regulation & Enforcement**
- Dismissal of a securities-fraud mass action, in which an issuer alleged over 100 broker-dealers and financial institutions engaged in a short-sale market-manipulation scheme in connection with the "death spiral" convertible debenture financing of JAGNotes.com.
- Dismissal of '33 Act §11 putative class action against lead underwriters in offering by offshore service company.
- Defending a brokerage firm and its officer against fraud and fraudulent-conveyance claims about a reverse repurchase transaction to provide bridge financing for the LBO acquisition of a company subsequently looted by its purchasers.
- **Entertainment**
- Summary judgment dismissing music copyright-infringement suit over reggaeton hit, *Gasolina*.
- Dismissal of claims against record labels and national distribution company in multimillion-dollar music infringement case involving the band, Puddle of Mudd.
- Defense jury verdict dismissing all claims in \$39M music copyright-infringement action against record label and international distribution company over rap song, *Back That Ass Up*.
- **Securities**
- Dismissal of mass action against placement agent and others (issuers, rating agencies, collateral managers) in bank's action, seeking \$135M plus fees and costs arising from purchases of PreTSL and TruPS CDOs.
- Walk-away in East Tennessee jury case by disfigured child and trustee over dissipation of structured settlement funds, seeking \$3.9M before punitives.
- Award dismissing bank's action against brokerage firm, seeking \$7M plus treble damages from purchase of bottom-tranche CDOs.
- Award dismissing trade-secrets, breach and raiding claim seeking \$2.4M, plus punitives, fees and costs.
- Defended broker-dealer against regulators' charges they had engaged in 21 prohibited municipal securities transactions totaling \$1.1B. Termed by The Bond Buyer "the largest involving G-37 ever brought."
- Summary judgment dismissing fraud and unsuitability action against annuity issuers and brokers by multiple purchasers of variable annuities.
- Dismissal of \$1.3M (plus punitive damages and fees) action for unsuitability, misrepresentation,

negligence, fraud in New York Stock Exchange arbitration against broker-dealer brought by widow and her charitable remainder trust.

- Dismissal of civil claims against broker-dealer in investor securities and shareholder-derivative class actions in multi-district litigation over mutual-fund timing and late-trading. Resolved SEC's regulatory claims nominal fine and supervisory suspension.
- Denial of class certification in shareholder action over merger of server-virtualization software development company.

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