



John E. Clabby

SHAREHOLDER

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Overview

Jack Clabby's practices focus on corporate governance, fraud, and shareholder litigation, including the defense of securities fraud class actions and derivative lawsuits. A former assistant U.S. attorney, he also represents companies and special litigation committees in connection with internal corporate investigations.

As a former cyber prosecutor, Jack also advises corporate boards and management on legal issues regarding cybersecurity and represents companies in litigation, including class actions, concerning breaches and data loss incidents. Jack serves as a "breach coach," guiding clients through the loss or suspected loss of personally identifiable information, business interruption, and other system compromises.

Jack also provides governance, safety, and risk management advice to colleges and boarding schools, conducts internal and independent investigations of such institutions, assists universities with matters pertaining to Title IX, and represents education clients in litigation.

Jack began his career as an associate at the litigation firm Williams & Connolly LLP in Washington, D.C. He leads the firm's Securities and Derivative Litigation Practice and is the firm's Hiring Chair.

Experience

Securities and Derivative Litigation

- Defends companies, directors, and executives in securities fraud class actions and shareholder derivative lawsuits, with particular experience in challenges to corporate governance, internal controls, executive compensation, and accounting restatements.
- Advises public companies that have received shareholder demands, often resolving matters with solutions short of litigation.
- Monitors securities fraud and merger-objection litigation for major insurance companies from inception through court resolution or settlement.

- Advises public companies on whistleblower complaints and on shareholder books and records requests.
- Provides advice on fiduciary duties to companies with controlling shareholders and to companies that are planning for mergers, acquisitions, or equity investment.
- Defended the former CEO of a *Fortune* 100 company in securities litigation, derivative lawsuits, and a regulatory enforcement action, which ended, respectively, with summary judgment, dismissal, and a favorable settlement.
- Represented the special committee of a public company in an investigation into conflicts of interest, regulatory compliance, and other matters.

Internal Investigations and White Collar Defense

- Advises and conducts internal investigations for high schools and colleges, including on matters of student safety, Title IX, sexual abuse, and accounting and budget issues, and defends education institutions in associated litigation.
- Conducts internal investigations for companies, including public companies, into issues that have included corporate governance, accounting, compensation practices, fraud, and data theft.
- In the health care industry, defends qui tam litigation and government investigations into alleged fraud and alleged physician self-referral and overbilling arrangements.
- As a federal prosecutor, led numerous investigations into fraud, national security, and cyber matters.
- Served as the sole Computer Hacking and Intellectual Property (CHIP) prosecutor for southern New Jersey, advising other prosecutors on investigative techniques for computers, websites, and other electronic evidence.
- As a national security AUSA, prosecuted violations of the U.S. export-control laws and defense procurement fraud on matters involving high-technology military hardware.

Cybersecurity and Data Breach Response

- Participated in investigations of companies — both as a federal prosecutor and in private practice — concerning suspected insider threats to the integrity of IT environments, often working closely with computer forensic experts.
- Counsels companies that are the victims of hacks and computer-based fraud, such as business email compromises, including in cooperating with law enforcement.
- Educates boards of directors and management about their duties with respect to data protection and communicating with law enforcement before, during, and after data loss events.
- Coordinates breach response services and notifying victim customers, including for health care, insurance, and education clients.

Banking and Commercial Litigation

- Represents banks, financial institutions, pooled investment vehicles, and insurance companies in a variety of litigation matters, including customer and client disputes, responding to subpoenas, and garnishment matters.
- Defends banks against claims for damages by account holders under Florida's financial exploitation of the elderly statutes. Defends and investigates allegations

that assisted living facilities and hospice providers allowed employee theft and elder abuse.

- Experience representing international banks in U.S. litigation.
- Represented an international bank and a military hardware manufacturer in connection with the enforcement of foreign judgments in the United States.
- Represented an international hedge fund in a dispute with its limited partners.
- Defended consumer product and pharmaceutical companies in product-related tort claims and in intellectual property litigation.

All Insights

04.16.2020	Foreign Arbitration and Discovery in the U.S. Under Section 1782: Servotronics Inc. v. Boeing Co.
04.01.2020	Privacy and Cybersecurity Perils in Hastily Signed Work-From-Home Vendor Contracts
03.18.2020	COVID-19 and Cybersecurity: Best Practices in an Uncertain Landscape
02.06.2020	The CCPA for the Land Title Industry: Practical Compliance With CCPA and New Privacy Laws
01.29.2020	The CCPA for the Land Title Industry: CCPA Resources and Compliance Tips
01.22.2020	The CCPA for the Land Title Industry: Service Providers and Sale of Data Under the CCPA
01.15.2020	The CCPA for the Land Title Industry: Who Does the CCPA Apply To?
01.14.2020	Florida Is Now a “Demand Futility” State for Shareholder Derivative Actions
01.14.2020	Florida’s Legislature to Consider Consumer Data Privacy Bill Akin to California’s CCPA
11.07.2019	CF on Cyber: Leveraging the Incident Response Guide to Prepare for the CCPA
10.15.2019	CF on Cyber: Key Takeaways from the California AG’s Proposed CCPA Regulations

10.04.2019	CF on Cyber & FICPA presents Refeathering the Pillow: Catching, Containing & Cleaning up Cyber Fraud
08.29.2019	Are Banks and Other Lenders Subject to the CCPA?
07.25.2019	CF on Cyber: Cybersecurity and Privacy Due Diligence for Private Equity
07.11.2019	Can You Write the California AG with Questions About CCPA Compliance?
06.26.2019	The CCPA Has Placed a Mandatory Link on Your Company's Homepage
05.31.2019	Baltimore's Three-Week Ransomware Is a Warning for Other Local Governments to Prepare for Cyberattacks
04.23.2019	Emulex Cert Dismissed: Supreme Court Passes on Opportunity to Curtail Federal Court Merger Litigation
04.10.2019	S1:E5 - Bugging Out: The Legal Effects of Bugs and Glitches in Games
03.15.2019	Cybersecurity Obligations and Best Practices for Independent Schools
03.06.2019	FINRA's New Report on Broker-Dealer Cybersecurity Practices <i>Securities Litigation Journal</i>
02.20.2019	CF on Cyber: Cybersecurity Due Diligence in M&A Deals Under the CCPA and GDPR
12.06.2018	CF on Cyber: The GDPR's New Territorial Scope Guidelines
10.30.2018	CF on Cyber: Deep Dive into the DOJ's Guidance for Cyber Best Practices
07.10.2018	Two New FINRA Rules for the Protection of Senior Investors
03.22.2018	Cyan Makes SLUSA Removal Proponents Feel Blue: Supreme Court Holds That Securities Act of 1933 Class Actions Can Stay in State Court

11.03.2017	Custom Software Development: Practical Strategies to Get What You Pay For (Webinar)
09.25.2017	ANZ Securities and Opting Out of Securities Fraud Class Actions
05.03.2017	Fraud-Free Sunsets: How Financial Professionals Can Deter Financial Elder Abuse in Florida and Reduce Their Own Liability Exposure
05.02.2017	California Federal Court Allows Indirect Purchasers of Securities to Sue Issuers for Fraud Under California Statute
04.12.2017	Supreme Court to Resolve Whether Failure to Disclose Under Item 303 of SEC Regulation S-K Gives Rise to Securities Fraud Claims
03.28.2017	Cyber Update: Five Tips from the Front Lines of Practice to Limit Your Company's Losses from a Breach
12.07.2016	Home Depot Cyber Derivative Action Shuttered: Another Data-Breach Derivative Suit Fails to Clear Fundamental Corporate Law Hurdles
12.05.2016	Whistleblowers on Campus: DOJ Adds Research Universities to its False Claims Act Focus
10.03.2016	A Look At Manufacturer Liability For The Internet Of Things
08.25.2016	Cyber Update: What Businesses Must Know about the New Presidential Policy Directive
06.28.2016	SEC Cyber Update: Official Outlines Active Role for SEC on Cybersecurity as Enforcement Questions Persist
06.22.2016	Hill v. SEC: Eleventh Circuit Buries District Court Challenges to the Constitutionality of SEC Enforcement Actions
05.08.2016	Catching Corporate Hackers In Fla.: Tips For In-House Counsel
05.02.2016	Avoiding a Messy Break-Up: How a Firm's Investigation Can Deflect a Financial Advisor's Form U-5 Defamation Claim
02.29.2016	Developments in Cybersecurity: Privacy Laws, Hacking Beyond Customer Data, and Communicating with Corporate Boards

01.27.2016	Keep This Between Us—and the Government: Confidentiality of Witness Interviews in Corporate Internal Investigations
09.27.2015	Navigating Derivative Lawsuits Against Mutual Funds After Northstar
09.23.2015	Preparing for a Cyber Caremark Lawsuit: Lessons from the Home Depot Derivative Complaint
09.14.2015	Cyber Caremark: Protecting Your Board from Shareholder Derivative Litigation After a Data Loss Event
09.13.2015	Cyber Caremark: Protecting Your Board from Shareholder Derivative Litigation After a Data Loss Event [PODCAST]
08.31.2015	Secure Communications: How a Monthly Lunch Can Protect Your Company in a Data Breach
08.13.2015	A Firewall for the Boardroom: Best Practices to Insulate Directors and Officers From Derivative Lawsuits and Related Regulatory Actions Regarding Data Breaches
08.03.2015	Second Circuit Revives Securities Fraud Class Action Against the Manufacturer of the Keurig Coffeemaker
07.29.2015	U.S. Attorney Predicts \$600 Million in Recoveries for Health Care Fraud in Central Florida Over Next Two Years
07.19.2015	Spoofing Whales: How Companies Can Protect Their CEOs and CFOs from the "Business Email Compromise"
06.14.2015	After Omnicare: Opinion Statement Liability in SEC Registrations
05.28.2015	Northstar v. Schwab: The Ninth Circuit's End Run Around Derivative Lawsuits in the Mutual Fund Context
04.16.2015	A CEO Blueprint: What to Do if Your Company Is Cyberattacked
03.24.2015	More Insider Trading Clarity for Money Managers
12.21.2014	Crisis Management: Five Steps to Take Before Providing That Comment
10.29.2014	2 New Cases Temper Post-Halliburton Expectations

10.01.2005 An Expense out of Control: Rule 33 Interrogatories After the Advent of Initial Disclosures and Two Proposals for Change

All News

04.15.2020 Carlton Fields Privacy Attorney Jack Clabby Quoted in Media on COVID-19 Contact Tracing

03.16.2020 Rising Wave of Data Privacy, Security Class Actions Threatens Insurers

01.16.2020 Florida Businesses: Are You Ready for California's New Privacy Law?

09.30.2019 Carlton Fields' Jack Clabby Discusses Cybersecurity Best Practices on FICPA Podcast

07.09.2018 Jack Clabby Authors Article in ABA Securities Litigation Journal on New FINRA Rules for Senior Investors

07.06.2018 Carlton Fields Shareholder Reflects on Cybersecurity Summit

Recognition

- *The Best Lawyers in America*, Commercial Litigation (2020)

Professional & Community Involvement

- American Bar Association
 - Co-Chair, Class Actions Subcommittee, Securities Litigation Committee, Section of Litigation
- Hillsborough County Bar Association
- InfraGard, Tampa Chapter
- Princeton Club of Tampa Bay
 - President (2018–present)
- Princeton University Class of 2002
 - Alumni Class President (2012–2017)
- Clemency Project
 - Screening Committee (2014)
- Tampa Bay Electronic Crimes Task Force

Speaking Engagements

- "CFO Forum – Cybersecurity," Carlton Fields Client Presentation (June 4, 2020)
- "Grift, Graffiti, and Ransoms: Cybersecurity for State and Local Government," ABA State and Local Government Law Spring Meeting (May 21, 2020)
- "Cybersecurity and Privacy Litigation and Enforcement in the COVID-19 Era," Carlton Fields (May 20, 2020)
- "Privacy Litigation and Enforcement, Incident Response, and COVID-19," Carlton Fields (May 19, 2020)
- "Privacy Update for the Mortgage Industry," Carlton Fields Client Presentation, Virginia Beach, VA (March 4, 2020)
- ABA Third Annual Current Issues in FINRA Arbitration and Enforcement Regional CLE Program, Fort Lauderdale, FL (February 20, 2020)
- "Panel: Lessons Learned from Cybersecurity Incident Response and Investigations" and "Cybersecurity and Privacy Legal Trivia," Digital Hands' Annual Client and Partner Event, Tampa, FL (January 24, 2020)
- "Data Breaches and Security Incidents: Latest Threats and Strategies for Preparation and Response," Carlton Fields Client Presentation, Palm Beach County, FL (January 23, 2020)
- "Cybersecurity Overview and Best Practices for the Commercial Real Estate Industry," Carlton Fields Client Presentation, Atlanta, GA (November 19, 2019)
- "Cyber Legal and Policy Issues for State and Local Government," Cyber Florida Local Government Workshop, Florida Cyber Conference 2019, Tampa, FL (October 24, 2019)
- "Refeathering the Pillow: Case Studies in Catching, Containing, and Cleaning Up Cyber Fraud," Mega CPE Conference, Florida Institute of CPAs, Orlando, FL (June 14, 2019)
- "Cybersecurity and Privacy Pub Trivia," Carlton Fields In-House Counsel Forum, Orlando, FL (April 5, 2019)
- "Cybersecurity and Data Safeguarding for Broker-Dealers and Investment Advisers," ABA Second Annual Current Issues in FINRA Arbitration and Enforcement, Tampa, FL (February 22, 2019)
- "Private Securities Litigation Panel," 37th Annual Federal Securities Institute, The Florida Bar, Miami, FL (February 11, 2019)
- "Burglars Don't Pick Open Locks: Legal Overview and Practical Advice for Managing Data Breach Investigations, Litigation, and Claims," Carlton Fields client presentation, New York, NY (October 11, 2018)
- "Burglars Don't Pick Open Locks: Legal Overview and Practical Advice for Managing Data Breach Investigations and Litigation," Carlton Fields client presentation, New York, NY (June 21, 2018)
- "Guardians for Profit: Data Breaches and Corporate Responsibility," University of Tampa, Business Law Course, Tampa, FL (April 11, 2018)
- "Financial Elder Abuse: Hot Topics in Enforcement, Compliance, and Civil Litigation," Current Issues in FINRA Arbitration and Enforcement, ABA Regional CLE Workshop, Tampa, FL (February 9, 2018)
- "Custom Software Development: Practical Strategies to Get What You Pay For," Carlton Fields Webinar (November 3, 2017)
- "Through the Looking Glass: Tips for Business Litigators Handling D&O Claims in Bankruptcy Court," ABA Sound Advice Podcast, membership required (October 12, 2017)

- "Debutantes and Airlocks: Cyber Defense for Rapid-Growth Companies and Their Leaders," Ballast Point Ventures Annual Meeting, St. Petersburg, FL (November 3, 2017)
- "Custom Software Development: Practical Strategies to Get What You Pay For," Carlton Fields client presentation with Eleanor Yost and Germinal Resources, Tampa, FL (August 23, 2017)
- "Responding to an Information Security Incident: Lessons From Private Legal Practice," Electronic Crimes Task Force, Tampa, FL (August 10, 2017)
- "How to Prevent the Financial Crisis of a Data Loss Disaster," presentation at i-Tech Support event for business and IT leaders with i-Tech Support, DataSite, and Eaton Power, Winter Park, FL (June 30, 2017)
- "Cyber Liability Claims – Updates and Trends," AIG Claims Advisory Board Meeting, Northeast Zone, Washington, D.C. (June 27, 2017)
- "Cyber Liability and Business Interruption," Chubb Preferred Securities Panel Counsel Meeting with Chubb and Marsh, Lafayette Hill, PA (June 6, 2016)
- "The Four People to Call When Breached: Practical Techniques to Limit and Shift Cyber Risk," client event with Allied World, Aon, and the FBI, Atlanta, GA (April 6, 2017)
- "Breached! Incident Response Executive Management Wargame," Carlton Fields In-House Counsel Forum, Orlando, FL (March 3, 2017)
- "A Red Grenade in the Apple Orchard: Using Insurance to Mitigate Cyber Risk," Digital Hands' Annual Client and Partner Event, Tampa, FL (January 27, 2017)
- "Strategic Cyber Defense for Companies: Practical Advice for Living With Cyber Risk," with GulfShore Bank, Digital Hands, and Prida Guida & Company, Tampa, FL (November 10, 2016)
- "From Toil to Treasure: Preparing Your Private Company for Investment or Sale," Carlton Fields client presentation with Philip Diamond and CFO Strategic Partners, Orlando, FL (October 20, 2016)
- "Run Across the Rope Bridge: Data Security for Growth-Stage Companies," GrowFL, Tampa, FL (August 2, 2016)
- "Regulatory Investigations and the Impact of the Yates Memo," Chubb Preferred Securities Panel Counsel Meeting, Lafayette Hill, PA (June 14, 2016)
- "White Collar Crime and Fraud Risk Survey: Taking the Best Route to Managing Fraud and Corruption Risk," Guidance Through Powerful Insights, Protiviti CPE Conference, Tampa, FL (June 10, 2016)
- "Easing Cyber Growing Pains: Defining and Mitigating the Threat of Data Loss at Second Stage Companies," GrowFL, Winter Park, FL (April 25, 2016).
- "Developments in Cybersecurity," Carlton Fields In-House Counsel Forum, Orlando, FL (March 18, 2016)
- "Dodging Bullets: Efficiencies and Ethics in Lawsuit Avoidance and Early-Case Resolution," Association of Corporate Counsel, Tampa, FL (November 19, 2015)
- "Cybersecurity – A Governance Perspective," Society of Corporate Secretaries and Governance Professionals Fall Conference, Pittsburgh, PA (November 10, 2015)
- "Legal Fallout of a Breach – Class Actions, Shareholder Derivative Actions, and Law Enforcement Issues," Client Focus Forum, Denver, CO (October, 2015)
- "Cost Savings, Efficiency, and Early Resolution in Complex Litigation," ACLI Annual Conference 2015, Chicago, IL (October 12, 2015)

- "Sharks in the Swimming Pool: Current Topics in Cybersecurity," Carlton Fields client presentation with Joseph W. Swanson, U.S. Secret Service, and Ben Osbrach of Skoda Minotti, Tampa, FL (June 23, 2015)
- "The Real Impact of *Halliburton* and How to Manage Event Study Costs," ACE Professional Risk Preferred Securities Panel Counsel Meeting, Lafayette Hill, PA (October 17, 2014)
- "Beware Shadowy Figures: Prosecutions Under the Economic Espionage Act," Protecting Your Intellectual Property: A Shared Responsibility, FBI Program at Kean University College of Business and Public Management, Union, NJ (June 9, 2014)

Credentials

EDUCATION

- University of Pennsylvania Law School (J.D., summa cum laude, 2005)
 - Research Editor, *University of Pennsylvania Law Review*
 - Winning Team, Keedy Cup
- Princeton University (A.B., cum laude, 2002)

BAR ADMISSIONS

- District of Columbia
- Florida
- New Jersey
- Pennsylvania

COURT ADMISSIONS

- U.S. Court of Appeals, Third Circuit
- U.S. Court of Appeals, Eleventh Circuit
- U.S. District Court, District of Columbia
- U.S. District Court, Middle District of Florida
- U.S. District Court, Southern District of Florida
- District of Columbia Courts
- Florida State Courts
- New Jersey State Courts
- Pennsylvania State Courts

CLERKSHIPS

- Hon. Anthony J. Scirica, U.S. Court of Appeals, Third Circuit

Background

- Assistant U.S. Attorney, Criminal Division, U.S. Attorney's Office for the District of New Jersey, Trenton, NJ (2010–2014)
- Associate, Williams & Connolly LLP, Washington, D.C. (2006–2010)
- Law Clerk to the Honorable Anthony J. Scirica, U.S. Court of Appeals for the Third Circuit (2005–2006)

Areas of Focus

PRACTICES

- Cybersecurity and Privacy
- Class Actions

INDUSTRIES

- Securities & Investment Companies

- Coronavirus
- Cyber Insurance Coverage Disputes
- Insolvency-Related Directors and Officers (D&O) Litigation
- Education
- Esports and Electronic Gaming
- Financial Elder Abuse
- FINRA Litigation, Enforcement and Investigations
- Litigation and Trials
- Representations and Warranty Insurance
- Securities and Derivative Litigation
- Technology
- White Collar Crime & Government Investigations