

Rising Star: Ropes & Gray's Amy Roy

Law360, New York (August 2, 2017, 2:03 PM EDT) -- Ropes & Gray LLP counsel Amy Roy has represented some of the country's largest mutual funds, notably winning cases for the directors and trustees of the Sequoia Fund and Calamos Investment Trust in cases that had the fund industry on the edge of their seats and earned her a spot as one of five securities attorneys under 40 honored by Law360 as Rising Stars.

HER MOST SIGNIFICANT CASES:

Roy said her most important work in recent years was as co-lead counsel defending the independent directors of the Sequoia Fund from a derivative suit claiming they acted negligently by allowing the fund to invest heavily in Valeant Pharmaceuticals — causing an alleged \$2.5 billion in losses to the fund when Valeant's stock tanked.

The investor bringing the suit claimed demand futility, saying, in part, that they couldn't have brought their claims before the board because the directors had received compensation from the fund's investment adviser, Ruane Cunniff & Goldfarb. But Roy and her team persuaded the New York state judge overseeing the case that, under governing law of Maryland, the investor had to show the directors had been engaged in self-dealing. The judge tossed the case in February.

Roy said the case went to "the core of the mutual fund structure" and its legal protections and that the judge's decision was an "essential outcome for mutual fund clients."

"It was really significant that the court very quickly recognized that the fund trustees are not tasked with approving or second-guessing portfolio investment decisions of advisers, which is a core aspect of state and federal legal structure governing funds," Roy said.

RISING
★★★★★
STAR



Amy Roy
Ropes & Gray

Age: 36

Home base: Boston

Position: Counsel

Law school: Duke University
School of Law

First job after law school:
Associate at Ropes & Gray

The case was also significant on a personal level, Roy said, as it marked one of the first times she represented individuals as opposed to a company — and in high profile litigation, no less.

“When institutional clients are named in complaints, it’s a big deal and there’s real business risk, but for a lot of people at the company, they don’t lose sleep over it,” Roy said. “These individuals were named, and they don’t have experience in the legal field and don’t have experience in litigation and really did lose sleep over it, and so I think a particularly challenging piece was finding the best way to communicate with them and give them peace of mind.”

HER PROUDEST MOMENT:

Roy’s proudest moment thus far in her career also came this spring, defending Calamos Investment Trust and its independent trustees from a bid in Illinois federal court to compel them to turn over privileged documents involving legal advice the trustees received.

Shareholders in a Calamos fund sought the documents for use in a derivative suit against Calamos Advisors LLC, relying on a decision from Washington federal court that found fund trustees in a similar case couldn’t maintain privilege over such documents.

In the wake of that Washington decision, Roy said, trustees were concerned there was a “very real risk that any communications that they had with their counsel were going to be exposed and given to any plaintiff shareholder that wanted to ask for it.”

Roy herself handled the oral argument in the case, facing a judge who was clearly prepared to rule against the trustees based on the Ninth Circuit case. But after hearing Roy’s explanation of the nuances of the mutual fund context, the judge took the issue under advisement and ultimately ruled in favor of the trust in May.

“So for me that was certainly one of the most, if not the most rewarding moment in my career, because I know that it’s a focus of the industry and it’s something that many of our clients and other directors and trustees out there had been concerned about,” Roy said.

ON HER SECURITIES LITIGATION PRACTICE:

Roy said her work in securities law is, to some extent, a matter of being in the right place at the right time — she joined Ropes & Gray in 2007 at the start of the financial crisis and was able to dive right into major litigation representing State Street in a case over its investment in asset-backed securities.

Although the trial didn’t go their way, Roy said her experience navigating through immense amounts of information in preparation to take key depositions and prepare witnesses, all while building relationships with senior partners at the firm, was “hugely impactful” to her professional growth.

Since then, Roy has been instrumental in developing one of the preeminent mutual fund litigation practices in the country, working with several Ropes & Gray colleagues to represent clients

including PIMCO, T. Rowe Price and Metropolitan West.

“Being able to serve as an expert to some of the top asset management firms and to be a trusted adviser on very specific legal questions and legal strategies has been very gratifying,” Roy said. “It’s tremendous that clients recognize our firm and that we provide a sophisticated understanding of the very pressing legal issues at stake.”

HER ADVICE TO YOUNG ATTORNEYS:

Roy had two pieces of advice for young attorneys — one, “be open to where your career might take you, both in terms of practice area and in terms of relationships at the firm.”

And two, Roy said, “it is absolutely critical that you form mentor-like relationships — they have been an absolutely defining feature for me in my career.”

— *As told to Carmen Germaine*

Law360's Rising Stars are attorneys under 40 whose legal accomplishments belie their age. A team of Law360 editors selected the 2017 Rising Stars winners after reviewing more than 1,200 submissions. This interview has been edited and condensed.