

## Tony L. Visage

Partner – General Counsel

[tony.visage@bracewell.com](mailto:tony.visage@bracewell.com)

**HOUSTON**

+1.713.221.1326



Tony Visage focuses his trial practice on shareholder class actions and derivative cases alleging violations of the Securities and Exchange Acts, as well as insider trading, fraud, accounting irregularities, reporting requirement violations and state law claims. Tony has first-chair jury and bench trial experience. He defends companies and individual directors and officers. He has conducted numerous internal investigations in response to derivative demands and other matters giving rise to the need for a special investigation by independent counsel. Tony also works with special committees and conflicts committees of boards on matters involving fiduciary duties.

Tony represents clients in the negotiation of and seeking coverage under commercial insurance policies, including Representations and Warranties and Director & Officer Liability insurance policies.

Tony also represents energy services companies, utilities, pipelines, storage facilities/terminals, and energy trading/marketing firms in commercial disputes, bankruptcy matters and in investigations by and enforcement actions before Federal Energy Regulatory Commission (FERC) and Commodity Futures Trading Commission (CFTC).

Tony advises universities, colleges and private schools on sensitive matters and advises their boards on their fiduciary and other duties.

### **Industries**

[Energy](#)

### **Practices**

[Antitrust & Competition](#)

[Internal Investigations](#)

[Litigation](#)

[Insurance Recovery](#)

## Experience

### Phillips 66

- acquisition of Pinnacle Midland Parent LLC, which owns a natural gas gathering and processing system in the Midland Basin, from Pinnacle Midstream II LLC for cash consideration of approximately \$550 million

### Cactus, Inc.

- approximately \$620 million acquisition of FlexSteel Technologies Holdings, Inc. and certain of its affiliates

### Kinder Morgan, Inc.

- sale of a 25.5 percent interest in Elba Liquefaction Company, L.L.C. to an undisclosed financial buyer for approximately \$565 million
- \$1.225 billion acquisition of Stagecoach Gas Services LLC, a natural gas pipeline and storage joint venture between Consolidated Edison, Inc. and Crestwood Equity Partners LP

### Wells Fargo Bank, N.A.

- as administrative agent for the first lien lender group in the Alta Mesa Chapter 11 bankruptcy case

### Huntsman Corporation

- represented Huntsman in the prosecution of claims against its former insurance broker, alleging federal antitrust and RICO claims and state law claims of breach of contract and breach of fiduciary duty. The case was resolved through a confidential settlement in late 2017.

### Tallgrass Energy Partners, LP

- representing the Conflicts Committee of the Board of Directors of the General Partner of Tallgrass Energy Partners, LP (TEP) in the merger agreement between Tallgrass Energy GP, LP (TEGP) and TEP, in which TEGP will acquire all TEP common units held by the public

### GDF Suez Energy North America, Incorporated (and related entities)

- Commodity Exchange Act case in the United States Court of Appeals for the Fifth Circuit

### Ignite Restaurant Group, Inc. and its Board of Directors

- Shareholder Class Action in the United States District Court for the Southern District of Texas, Houston Division

## **Special Committee of the Board of Directors of QR Energy LP**

- Shareholder Class Action in the United States District Court for the Southern District of Texas, Houston Division

## **Halliburton Energy Services, Inc.**

- special settlement counsel in Deepwater Horizon global settlement in the United States District Court for the Eastern District of Louisiana

## **Baylor University**

- related to a lawsuit to terminate license agreements and existence of the independent Baylor Alumni Association in the District Court of McLennan County, Texas, 74th Judicial District

## **MetroCorp Bancshares, Inc. and its Board of Directors and Officers**

- Shareholder Class Action in the United States District Court for the Southern District of Texas, Houston Division.

## **Sysco Corporation and its Board of Directors**

- various shareholder demands alleging Securities and Exchange Act violations and reporting requirement violations

## **ConocoPhillips Company**

- CFTC investigation/proceeding and FERC investigations/proceedings involving gas pipelines and storage facilities

## **Global Infrastructure Partners**

- majority position in a preferred equity investment of up to \$250 million in Caprock Midstream to fund the expansion of Caprock's natural gas gathering and processing assets in the Permian Basin

## **Texas Petrochemicals, LP (and related entities)**

- securities litigation in the United States District Court for the Southern District of Texas, Houston Division

## **Pride International, Inc., its general counsel and board of directors**

- conducting investigations and advising on sensitive matters

## **Individual Director of Carbo Ceramics, Inc.**

- shareholder class action in the United States District Court for the Southern District of New York

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## **Member of the Board of Directors of EGL, Inc.**

- shareholder derivative cases in the Court of Appeals of Texas, Houston (1st Dist.)

## **Independent oil and natural gas exploration and production company**

- commodity antitrust case in the United States District Court for the Southern District of New York

## **Independent Directors of Kinder Morgan Energy Partners, L.P.**

- advise directors in related-party transactions

## **Presbyterian School (Houston, Texas)**

- intervened in lawsuit to protect school's assets from Presbytery take over in the District Court of Harris County, Texas, 234th Judicial District

## **Credit Agricole/Calyon**

- conduct investigations and advise banks on securities and other sensitive matters related to their borrowers

## **Lufkin Industries Inc. and its Board of Directors**

- shareholder derivative case in the District Court of Angelina County, Texas, 159th Judicial District

## **Highland Capital Management L.P. (and related entities and individuals)**

- securities litigation in the United States Bankruptcy Court for the District of Delaware

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## **Credentials**

### **Education**

- University of Houston Law Center, J.D., 1993, *cum laude*
- Baylor University, B.B.A., 1986

### **Bar Admissions**

- Texas

### **Affiliations**

- Houston Bar Association
- Houston Bar Foundation

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- Baylor University Hankamer School of Business Guest Lecturer
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## Recognition

### ***Chambers USA***

- Texas Litigation: Securities, 2022 – 2024

### ***The Legal 500 United States***

- Securities Litigation: Defense, 2020 – 2024

## University of Houston Law Center

- Houston Journal of International Law, Managing Editor
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## Resources

### **Prepare For More Financial Scrutiny Ahead**

Article

### **Reps & Warranties Insurance**

Podcast

### **COVID, Climate Change and ESG – The Future of Disclosures, SEC Enforcement, and Securities Litigation**

Update

### **Fifth Circuit’s Constitutional Carve-Back of the SEC’s ALJ Enforcement Proceedings Likely to Lead to More Federal Court Cases**

Update

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## Publications & Speeches

- “Mentoring in a Large Firm: Five Tips for Mentoring a New Associate,” *The Houston Lawyer*, September-October 2016.