



David E. Zerhusen

Member

Las Vegas

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Dave has more than three decades of experience representing companies, their directors, officers and boards; private individuals; and governmental entities and their employees in their most fundamental legal and business initiatives, on risk minimization and avoidance strategies and, when required, in courthouses throughout the United States.

After serving for nearly four years as senior vice president and chief litigation counsel for Caesars Entertainment Corporation, the iconic international gaming and hospitality enterprise, Dave returned to Cozen O'Connor in 2018. While at Caesars, and working out of its headquarter offices in Las Vegas, Dave helped lead the enterprise through one of the most contentious and publicized federal bankruptcy restructurings in history while simultaneously spearheading the defense of multibillion-dollar contract, tort, and securities law actions. In addition, Dave actively counseled the Caesars executive management team and its board on sensitive investigations, risk management, and human resources matters.

Prior to his tenure with Caesars, Dave was a member of the firm's Commercial Litigation team and served as co-chair of our multi-discipline energy law industry team. In that latter role, Dave drew upon his many years of experience in executive and senior capacities within the nation's energy industry. During the first decade of the 2000's Dave served as executive vice president for administration and also as senior vice president and deputy general counsel for El Paso Corporation, then the largest natural gas pipeline company in the United States. While there, Dave had overall responsibility for a worldwide staff of 1,500 employees in the company's EH&S, information technology, contracting, human resources, and other business sectors, as well as responsibility for El Paso's litigation, international arbitration, investigations, antitrust, securities, and employment law units. Dave also was centrally involved in the defense, ultimately successful, of a hotly contested proxy battle initiated by a group of disaffected shareholders. Dave thereafter served as general counsel to a privately held, Texas-based energy company with interests in retail electricity, biofuels, power generation, energy consulting, and energy infrastructure investing.

During much of the 1990's, Dave served in a variety of legal positions with the multinational conglomerate Tenneco Inc. In Houston, Dave was head of litigation for the Tenneco parent entity and vice president and deputy general counsel of the company's energy businesses. In London, Dave was vice president-law for Europe, responsible for the legal function of the Tenneco businesses throughout the continent. In this latter regard, Dave handled merger, acquisition, joint venture, divestiture, financing, and human resources activities in more than 20 countries, while serving on company boards in the United Kingdom, France, Germany, The Netherlands, Denmark, and Australia.

Before beginning his corporate career, Dave was a litigation partner with a Washington D.C. law firm where he handled many complex civil, white-collar criminal and internal investigations matters that touched upon the federal antitrust statutes, federal banking regulations, government contracting law, and the Independent Counsel statute. Dave was assistant attorney general for Civil Litigation for the State of Maryland from 1982 through 1984 and served as a judicial clerk to The Honorable Joseph H. Young (U.S. District Court, Maryland) from 1980 to 1981.

Practice Areas

- Litigation
- Utility, Environmental & Energy
- International Arbitration

Education

- University of Chicago Law School, J.D., 1980
- Georgetown University, A.B., *summa cum laude*, 1977

Bar Admissions

- District of Columbia
- Maryland
- Nevada

Court Admissions

- U.S. Court of Appeals for the District of Columbia Circuit
- U.S. Court of Appeals for the Fourth Circuit
- U.S. Court of Appeals for the Third Circuit
- U.S. District Court -- District of Columbia
- U.S. District Court -- Maryland
- U.S. Supreme Court
- U.S. District Court -- Nevada

Affiliations

- American Bar Association
- Fellow, Center for International Legal Studies
- Past Visiting Professor of Law, National University Odessa Law Academy, Ukraine
- Past Visiting Professor of Law, Pavol Josef Safarik University, Slovak Republic
- Past Visiting Professor of Law, The National University of Mongolia
- Past Visiting Professor of Law, The University of Latvia Graduate School of Economics and Management
- Past Visiting Professor of Law, The University of National and World Economy, Bulgaria
- Past Visiting Professor of Law, The University of Tirana, Albania
- Past Visiting Professor of Law, St. Petersburg State University, Russia

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Dave earned his undergraduate degree, *summa cum laude*, from Georgetown University and his law degree from The University of Chicago Law School. He also studied English Common Law at the University of Sussex in Falmer, England. Since 2006, Dave has taught legal seminar courses as a visiting professor of law at universities in Bulgaria, the Slovak Republic, Albania, Mongolia, Latvia, Ukraine, and Russia. Dave was appointed to the Roster of Neutrals of the American Arbitration Association in 2011.

Experience

Lead internal lawyer for parent company of international gaming enterprise in multi-billion dollar litigation venued in New York and Delaware and presenting novel questions of law under the federal Trust Indenture Act and under state law.

Represented parent company of international gaming enterprise in multi-year federal bankruptcy court proceedings in Illinois and in related investigations conducted by court-appointed Examiner.

Represented energy industry participants in federal and state court litigation and in proceedings before the Federal Energy Regulatory Commission relating to the exploration, production and transportation of natural gas throughout the gas-producing regions of the United States.

Represented energy industry participants, government contractors, and others, in internal investigations and in defending against government investigations relating to corporate accounting practices, the Foreign Corrupt Practices Act, anti-boycott compliance, corporate communications with ratings agencies and trade publications, classified government documents, congressional testimony and the federal False Claims Act.

Chaired AAA arbitration panel in five-day hearing in Washington relating to energy industry activity in the Gulf of Mexico.

Represents a major hospitality/gaming company in federal antitrust litigation challenging hospitality industry conduct with respect to paid internet keyword searches.